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◇ BOARD CERTIFIED IN REAL ESTATE LAW
§ BOARD CERTIFIED IN BUSINESS LITIGATION

March 15, 1999

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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****285.00 ****285.00

Re: Mountain High Aviation, L.L.C.
Our File No. 98-9739

Dear Sir or Madam:

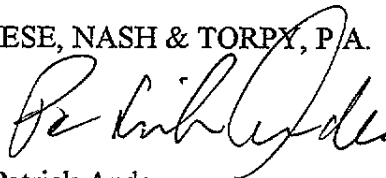
In connection with the above-referenced limited liability company, enclosed please find an original plus one copy of an Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida with attached Affidavit of Membership and Contributions for Foreign Limited Liability Company. Also enclosed is the required Certificate of Existence from the State of Wyoming as well as this firm's check in the amount of \$285.00 representing the required filing fee. I would appreciate receiving confirmation of the filing of this application.

Should you have any questions, please do not hesitate to contact my office.

Sincerely,

FRESE, NASH & TORPY, P.A.

J. Patrick Anderson



Name	Availability
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	
W. P. Verifier	

JPA:sld
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 18 PM 12:09

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED
TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:*

1. Mountain High Aviation, L.L.C.
(Name of foreign limited liability company)
2. Wyoming
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 83-0323725
(FEI number, if applicable)
4. October 6, 1998
(Date of Organization)
5. 30 years
(Duration: Year limited liability company will cease to exist or "perpetual")
6. January 1, 1999
(Date first transacted business in Florida (See section 608.501, 608.502 and 817.155, F.S.))
7. 2625 Stonecrop Road, Jackson, Wyoming 83001
(Street address of principal office)
8. List name, title, and business address of each managing member [MGRM] or manager [MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary):

NAME & ADDRESS

TITLE

Walter Gatti
722 Loggerhead Island Drive
Satellite Beach, FL 32937

MGRM

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 18 PM 12:09

State of Wyoming

Office of the Secretary of State



United States of America,
State of Wyoming } ss.

I, JOSEPH B. MEYER, Secretary of State of the State of Wyoming, do hereby certify that MOUNTAIN HIGH AVIATION, L.L.C., a limited liability company organized under the laws of the State of Wyoming, did on 10/06/1998, file its Articles of Organization in the Office of the Secretary of State of Wyoming, has filed all annual reports and paid all annual license taxes to date, and is in good standing at the date of this certificate.

I FURTHER CERTIFY that this certificate is not to be construed as an endorsement, recommendation, or notice of approval of the limited liability company's financial condition or business activities and practices as this information is not available from the records of this office.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of Wyoming. Done at Cheyenne, the Capital, this 11th day of March A.D., 1999.



Joseph B. Meyer

Secretary of State

By K.C. Lockwood

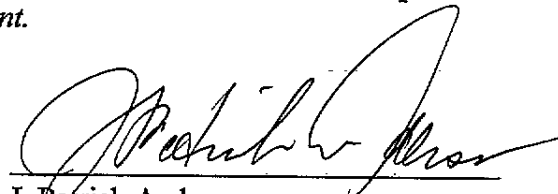
**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA

1. The name of the Limited Liability Company is: Mountain High Aviation, L.L.C.
2. The name and the Florida street address of the registered agent and office are:

J. Patrick Anderson, Esquire
Frese, Nash & Torpy, P.A.
930 S. Harbor City Boulevard
Suite 505
Melbourne, FL 32901

Having been named as registered agent and to accept service of process for the above-stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

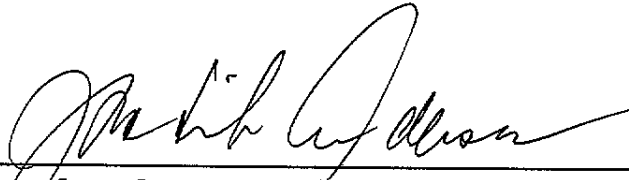

J. Patrick Anderson

Filing Fee: \$35 for Designation of Registered Agent

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS
OF FOREIGN LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of Mountain High Aviation, L.L.C. certifies:

1. The above named limited liability company has at least one member;
2. The total amount of cash contributed by the member is: \$ -0-
3. If any, the agreed value of property other than cash contributed by the member is: (A description of the property is attached as Schedule "A" and made a part hereof); and \$ 25,000.00
4. The total amount of cash and property contributed and anticipated to be contributed by the member is: (This total includes amounts from 2 and 3 above) \$ 25,000.00



Signature of member or an authorized representative of member.

(In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

J. Patrick Anderson

Typed or printed name of signee

Filing Fee: \$250.00 for Application and Affidavit

SCHEDULE "A"

PROPERTY DESCRIPTION

1972 Gates Lear Jet, Model 25C