

M 99000001056
Michael J. Gillow
4410 Bougainvillea Drive
Apartment Twenty-One
Lauderdale-by-the-Sea, Florida 33308
(954) 980-1550

23 June 1999

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

000002917230--1
-06/28/99--01102--002
***285.00 ***285.00

TO WHOM IT MAY CONCERN:

m99-1056

W99-15190

Enclosed please find our original certificate of existence along with our application, affidavit and certificate of designation, as well as a Money Order in the amount of \$285.00 covering all indicated fees.

Please send a letter of acknowledgment free of charge upon registration.

Sincerely,


Michael J. Gillow
President

SECRETARY OF STATE
TALLAHASSEE FLORIDA

99 JUL -9 PM 2:23

227/9
FILED



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 30, 1999

MICHAEL J. GILLOW, PRESIDENT
4410 BOUGAINVILLE DRIVE
APARTMENT TWENTY-ONE
LAUDERDALE-BY-THE-SEA, FL 33308

SUBJECT: AERO SUPPORT, LLC
Ref. Number: W99000015190

We have received your document for AERO SUPPORT, LLC and your check(s) totaling \$285.00. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please note that this name is strictly for use in Florida and does not affect your Delaware filing in any way.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 599A00034511

RESOLUTION OF MANAGING MEMBERS OR MANAGERS

I, the undersigned Michael J. Gillow
(Name)

do hereby certify that this Resolution of the Managing Members or Managers of

Aero Support, LLC
(Name of Limited Liability Company)

a limited liability company duly organized and existing under the laws of the State of

Delaware, was duly adopted on 27 April, 1999.

Be it resolved, that Aero Support, LLC
(Name of Limited Liability Company)

organized and existing in the state of Delaware, hereby adopts the

name of Aero Support Group, LLC for use in Florida.

Dated: 09 June 1999

Michael J. Gillow, Member
Signature of a Member or an Authorized Representative of a Member

1/16/98

FILED
99 JUL -9 PM 2:23
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

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

1. Aero Support, LLC
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)
2. State of Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 65-0920332
(FEI number, if applicable)
4. 27 April 1999
(Date of Organization)
5. "perpetual"
(Duration: Year limited liability company will cease to exist or "perpetual")
6. 27 April 1999
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. _____
4410 Bougainvillea Drive, #21, Lauderdale-by-the-Sea, Florida 33308
(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:	NAME & ADDRESS:	TITLE:
<u>Michael J. Gillow</u>	<u>MGRM</u>	_____	_____
<u>4410 Bougainvillea Dr., #21</u>	_____	_____	_____
<u>Lauderdale-by-the-Sea</u>	_____	_____	_____
<u>Florida 33308</u>	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

FILED
 99 JUL -9 PM 2:23
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA

9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

**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:

Aero Support LLC

2. The name and the Florida street address of the registered agent and office are:

Michael J. Gillow

(Name)

4410 Bougainville Drive, #21

Florida street address (P.O. Box **NOT** ACCEPTABLE)


Lauderdale-by-the-Sea

FL

33308

City/State/Zip

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.


(Signature)

FILED
JUL -9 PM 2:23
CLERK OF STATE
TALLAHASSEE FLORIDA

Filing Fee: \$ 35 for Designation of Registered Agent

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

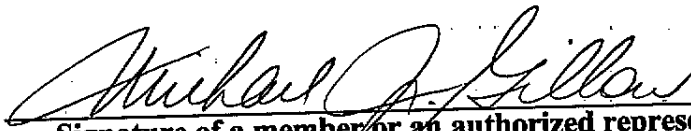
The undersigned member or authorized representative of a member of _____
_____ Aero Support LLC certifies:

1) the above named limited liability company has at least one member;

2) the total amount of cash contributed by the member(s) is \$ 400.00 ;

3) if any, the agreed value of property other than cash contributed by member(s) is \$ Ø ;
(A description of the property is attached and made a part hereto.)
and

4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is \$ 400.00 .
(This total includes amounts from 2 and 3 above.)



Signature of a member or an authorized representative of a 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.)

Michael J. Gillow

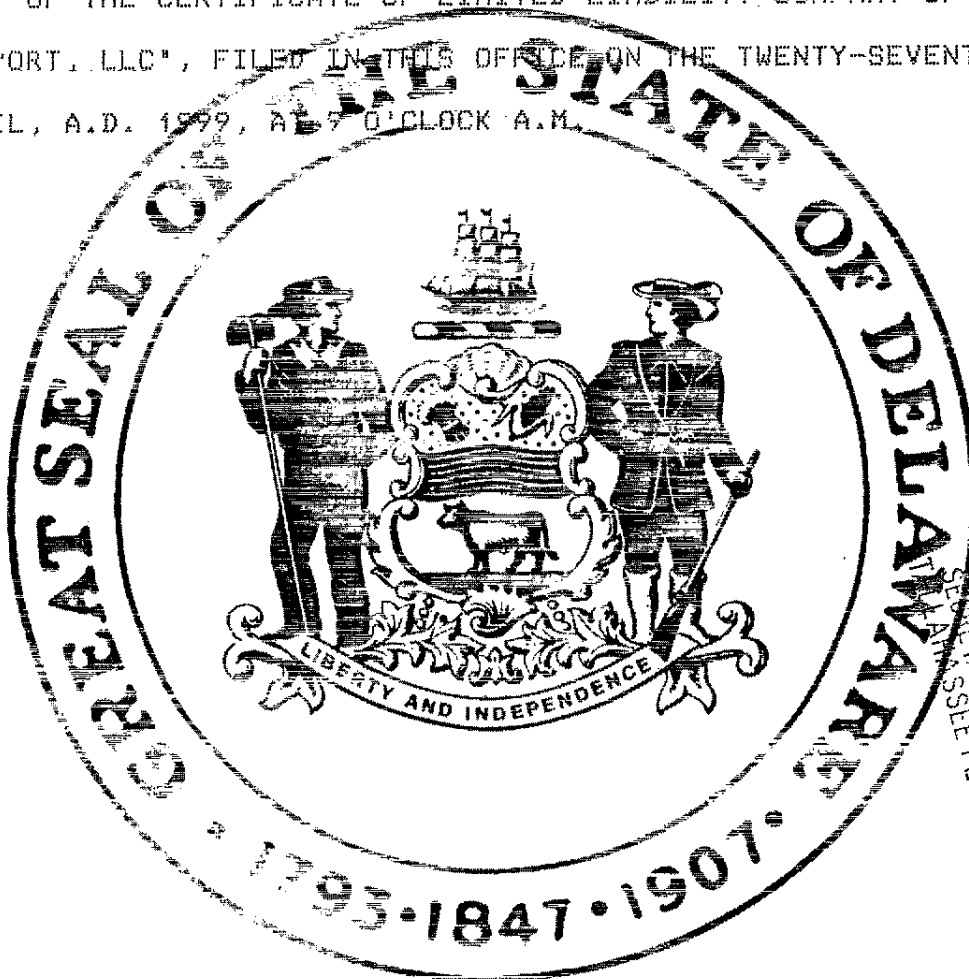
Typed or printed name of signee

Filing Fee: \$250.00 for Application and Affidavit

FILED
99 JUL -9 PM 2:23
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF LIMITED LIABILITY COMPANY OF "AERO SUPPORT, LLC", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF APRIL, A.D. 1999, AT 7 O'CLOCK A.M.



FILED
99 JUL -9 PM 2:23
SECRETARY OF STATE
TAMMASEE FLORIDA



Edward J. Freel

Edward J. Freel, Secretary of State

3035632 8100

991249393

AUTHENTICATION:

9817048

DATE:

06-21-99