

STATE OF ALABAMA)

SHELBY COUNTY)

**ARTICLES OF ORGANIZATION
OF
LEADING EDGE AVIATION, L.L.C.**

We, the undersigned, desiring to form a Limited Liability Company pursuant to the laws of the State of Alabama, certify as follows:

1. The name of the Limited Liability Company is Leading Edge Aviation, L.L.C.

2. The existence of the Limited Liability Company shall commence on the date of the filing of these Articles of Organization in the Office of the Judge of Probate of Shelby County, Alabama, and shall continue in existence until dissolved in accordance with the provisions of the Limited Liability Company's Operating Agreement, or, if there is no provision in an operating agreement of the limited liability company governing dissolution of the limited liability company, then in accordance with the provisions of the Alabama Limited Liability Company Act.

3. The purpose for which this Limited Liability Company is organized is:

To engage in the transaction of any or all lawful business for which Limited Liability Companies may be organized under the laws of the State of Alabama.

4. The location and mailing address of the initial registered office shall be: 5047 Linwood Drive, Birmingham, AL 35244, and the name of the initial registered agent at said address shall be Brian Pyatt.

5. The names and mailing addresses of the initial members of the Limited Liability Company are as follows:

NAME

MAILING ADDRESS

Brian Pyatt

5047 Linwood Drive
Birmingham, AL 35244

Rhonda Pyatt

5047 Linwood Drive
Birmingham, AL 35244

6. The members of the Limited Liability Company shall have the right to admit additional members to the Limited Liability Company upon the unanimous consent of all the members of the Limited Liability Company.

7. The remaining members of the Limited Liability Company shall have the right to continue the legal existence and business of the Limited Liability Company after an event of dissociation (as set forth in the Operating Agreement, if any) terminates the continued membership of a

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SHELBY COUNTY JUDGE OF PROBATE
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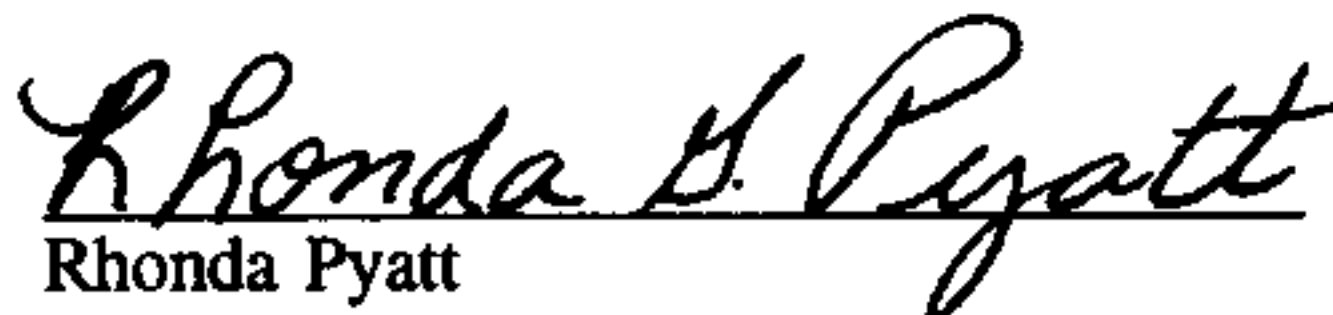
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member in the Limited Liability Company if: (i) there are at least two remaining members, or at least one remaining member and a new member is admitted; and (ii) the legal existence and business of the Limited Liability Company is continued by the written consent of a majority in interest of the remaining members within 90 days after the occurrence of the event of dissociation.

8. The Limited Liability Company shall be managed by its members.

IN WITNESS WHEREOF, the undersigned have affixed their hands and seals on this
4 day of April, 1997.


Brian Pyatt


Rhonda Pyatt

This instrument was prepared by:
Michael Catalano, Esq.
2222 Arlington Avenue South
Birmingham, Alabama 35205

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