

ARTICLES OF ORGANIZATION
OF
FLIGHT LEVEL AVIATORS, LLC

ARTICLE I

The name of this limited liability company shall be FLIGHT LEVEL AVIATORS, LLC.

ARTICLE II

The address of the registered office of Flight Level Aviators, LLC in Arizona is 23853 North. 59th Drive, Glendale, AZ 85310, which is located in Maricopa county.

ARTICLE III

The name of the statutory agent of Flight Level Aviators, LLC is Christopher Shehi, and his address is 23853 North 59th Drive, Glendale, AZ 85310.

ARTICLE IV

Flight Level Aviators, LLC must dissolve as an entity by December 31, 2050.

ARTICLE V

Management of Flight Level Aviators, LLC is reserved to the members. The names and addresses of each person who is a member are:

Christopher Shehi
23853 North 59th Drive
Glendale, AZ 85310

Michael Gibbs
15801 North 8th Place
Phoenix, AZ 85022

ARTICLE VI

As provisioned in the Arizona Revised Statutes, Flight Level Aviators, LLC will maintain operating agreements to cover the following areas of operation:

- Aircraft Scheduling Agreement,
- Aircraft Operations Agreement
- Aircraft Maintenance Procedures Agreement
- Accounting Procedures Agreement
- Statement of Assets of Flight Level Aviators, LLC

Operating agreements covering other areas may be created by agreement of the members of Flight Level Aviators, LLC.

Executed this 12th day of July 2001


[Signature]


[Signature]

Christopher Shehi
[Print Name]

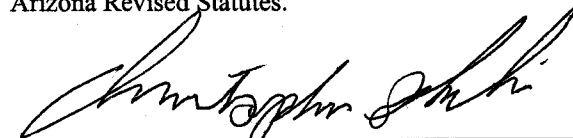
Michael J. Gibbs
[Print Name]

PHONE 602 436 3724

FAX _____

Acceptance of Appointment By Statutory Agent

I Christopher Shehi, having been designated to act as Statutory Agent, hereby consent to act in that capacity until removed or resignation is submitted in accordance with the Arizona Revised Statutes.


Signature of Statutory Agent