DOC ID ----> 199823700389

Prescribed by
Bob Taft, Secretary of State
30 East Broad Street, 14th Floor
Columbus, Ohio 43266-0418
Form LCA (July 1994)

Approved _____
Date_____
Fee $85.00

# ARTICLES OF ORGANIZATION

(Under Section 1705.04 of the Ohio Revised Code)
Limited Liability Company

The undersigned, desiring to form a limited liability company, under Chapter 1705 of the Ohio Revised Code, do hereby state the following:

**FIRST:** The name of said limited liability company shall be _____

Sophia Aviation, Ltd.

*(the name must include the words "limited liability company", "limited", "Ltd" or "Ltd.")*

**SECOND:** This limited liability company shall exist for a period of _____

perpetual duration

**THIRD:** The address to which interested persons may direct requests for copies of any operating agreement and any bylaws of this limited liability company is:

28601 Chagrin Boulevard, Suite 500
(street or post office box)

Cleveland, Ohio 44122
(city, village or township) (state) (zip code)

[ ] **Please check this box if additional provisions are attached hereto**

Provisions attached hereto are incorporated herein and made a part of these articles of organization.

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**FOURTH: Purpose (optional)**

**IN WITNESS WHEREOF,** we have hereunto subscribed our names, this 21ST day of AUGUST, 1998.

SOPHIA MANAGEMENT, LTD.

Signed: By: Joseph E. LoConti — Signed: _____

Joseph E. LoConti, Managing Member

Signed: _____ Signed: _____

Signed: _____ Signed: _____

***(If insufficient space for all signatures, please attach a separate sheet containing additional signatures)***

## INSTRUCTIONS

1. The fee for filing Articles of Organization for a limited liability company is $85.00.

2. Articles **will be returned unless** accompanied by a written appointment of agent signed by all or a majority of the members of the limited liability company which must include a written acceptance of the appointment by the named agent.

3. A limited liability company must be formed by a minimum of two persons.

4. Any other provisions that are from the operating agreement or that are not inconsistent with applicable Ohio law and that the members elect to set out in the articles for the regulation of the affairs of the limited liability company may be attached.

[Ohio Revised Code Section 1705.04]

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# ORIGINAL APPOINTMENT OF AGENT
(for limited liability company)

The undersigned, being at least a majority of the members of _____
Sophia Aviation, Ltd., hereby appoint
(name of limited liability company)
Anne L. Meyers to be the agent
(name of agent)
upon whom any process, notice or demand required or permitted by statute to be served upon the limited liability company may be served. The complete address of the agent is:

28601 Chagrin Boulevard, Suite 500
(street address)
Cleveland, Ohio 44122
(city, village or township) Note: P.O. Box addresses are not acceptable (zip code)

_____ _____
(member)

SOPHIA MANAGEMENT, LTD.

By: Joseph E. LoConti _____
(member) (member)

Joseph E. LoConti, Managing Member

*(If insufficient space for all signatures, please attach a separate sheet containing additional signatures)*

## ACCEPTANCE OF APPOINTMENT

The undersigned, named herein as the statutory agent for _____

Sophia Aviation, Ltd., hereby acknowledges and accepts the
(name of limited liability company)
appointment of agent for said limited liability company.

Anne L. Meyers
Agent's Signature

Anne L. Meyers

## INSTRUCTIONS

1. Articles of organization must be accompanied by an original appointment of agent R.C. 1705.06(B).

2. The agent for a limited liability company must be an individual who is a resident of Ohio, an Ohio corporation, or a foreign corporation holding an Ohio license as a foreign corporation. R. C. 1705.06(A)

3. An original appointment of agent form must be signed by at least a majority of the members of the limited liability company. R.C. 1705.06(B)

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**Anne L. Meyers & Associates Co., L.P.A.**
**28601 Chagrin Blvd., Suite 500**
**Cleveland, Ohio 44122**
**(216) 831-0042 • Fax (216) 831-0542**

Ronald P. Friedberg
Lynn A. Kriessler
Michael A. Lamanna

Anne L. Meyers
Dorothea M. Polster
Barbara K. Roman

August 21, 1998

**Via Overnight Mail**
Office of the Secretary of State
State of Ohio
30 East Broad Street
Columbus, Ohio 43266-0418

Re: Sophia Aviation, Ltd. **Expedited Filing**

Ladies and Gentleman:

Enclosed for immediate filing on behalf of the captioned limited liability company are the following documents:

1. Executed Articles of Organization;
2. Executed Original Appointment of Agent; and
3. Check made payable to the "Secretary of State" in the amount of $95.00 ($85.00 filing fee and $10.00 expedited review)

Please return your Receipt and Certificate to the undersigned at you earliest convenience. Feel free to telephone me collect with any questions you may have in this regard.

Very truly yours,

Lynn A. Kriessler

/lac

enclosures

F:\DOCUMNTS\CLIENTS\SOPHIA\AVIATION\SOSFILIN.LTR

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| | DATE | DOCUMENT NO | DESCRIPTION | FILING | EXPED | PENALTY | CERT | COPY |
|---|---|---|---|---|---|---|---|---|
| 1. | 8/26/1998 | 199823700389 | LCA ARTICLES OF ORGANIZATION/DOM. LIMITED LIABILITY C | 85.00 | 10.00 | 0.00 | 0.00 | 0.00 |
| | | | **TOTAL** | 85.00 | 10.00 | 0.00 | 0.00 | 0.00 |

**Return To:**
**ANNE L. MEYERS & ASSOCIATES CO**
**28601 CHAGRIN BLVD**
**STE 500**
**CLEVELAND, OH 44122-0000**

----------cut along the dotted line----------

# *The State of Ohio*
# *Certificate*

## *Secretary of State - Bob Taft*

## *1025273*

*It is hereby certified that the Secretary of State of Ohio has custody of the business records for SOPHIA AVIATION, LTD. and that said business records show the filing and recording of:*

| *Document(s)* | *Document No(s):* |
|---|---|
| *ARTICLES OF ORGANIZATION/DOM. LIMITED LIABILITY CO* | *199823700389* |

United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of the Secretary of State at Columbus, Ohio, This 24th day of August, A.D. 1998

Bob Taft
Secretary of State