

PO4000044454

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

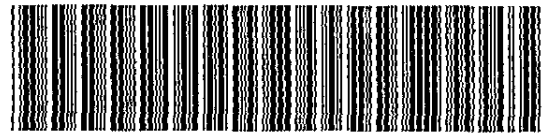
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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Office Use Only



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03/04/04--01037--023 **78.75

2004 MAR -4 PM 4:00
TALLAHASSEE FLORIDA

3/11/04

February 27, 2004

Blue Water Air, Inc.
P.O. Box 212
Lake Worth, Florida 33460

FILED
2004 MAR -4 PM 4:00
DEPARTMENT OF STATE
TALLAHASSEE FLORIDA

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, Florida 32314


Reference: **BLUE WATER AIR, INC.**

Dear Division of Corporations Representative:

I have accompanied this letter with "Articles of Incorporation" for BLUE WATER AIR, INC.. Additionally, I have enclosed a check, made payable to Department of State, in the amount of \$78.75 (Filing Fees, Registered Agent Designation and a Certified Copy of the Articles of Incorporation).

Your assistance is appreciated. If you should have any questions, please call my Registered Agent, Brian A. Delahanty, at 863-634-3769.

Sincerely,

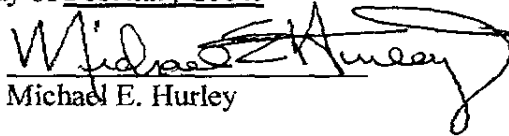

Michael E. Hurley

ARTICLE VIII:
BY-LAWS AND PURPOSE

The corporation reserves the rights to amend alter or repeal any provision in these Articles of Incorporation in the manner prescribed by Chapter 607, Florida Statutes, and all rights on shareholders are subject to reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous approval or consent of the shareholders. Thereafter, every amendment shall be approved by the shareholders at a shareholder meeting as provided in the bi-laws and Chapter 607, Florida Statutes. The purpose of this corporation is to engage in any and all lawful businesses permitted in the State of Florida, but specifically to provide air transportation services.


2004 MAR -4 PM 4:01
STATE OF FLORIDA

The undersigned incorporator has executed these Articles of Incorporation this 27th day of February 2004.


Michael E. Hurley

The foregoing instrument was acknowledged before me this 27th day of February 2004, by Michael E. Hurley, who is personal known to me (X) or who has produced a Driver's License (type of identification) as identification.

County of Okeechobee
State of Florida
Name of Notary  Notary Expires

 GWEN MARSH
Notary Public, State of Florida
My comm. expires Oct 12, 2007
Comm. No. DD 254449


ACCEPTANCE OF REGISTERED AGENT DESIGNATION
IN ARTICLES OF INCORPORATION

Brian A. Delahanty, having been designated Registered Agent in the above foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.050, Florida Statutes


Brian A. Delahanty

The foregoing instrument was acknowledged before me this 27th day of February 2004, by Brian A. Delahanty, who is personal known (X) to me or who has produced a Driver's License () as identification.

County of Okeechobee
State of Florida
Name of Notary  Notary Expires

 GWEN MARSH
Notary Public, State of Florida
My comm. expires Oct 12, 2007
Comm. No. DD 254449