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*Phoenix 1965*

Secretary of State  
Corporate Records Bureau  
409 East Gaines Street  
Tallahassee, FL 32399

RE: Daytona Aircraft Leasing, Inc.

700002063917--8  
-01 2297--01039--010  
\*\*\*122.50 \*\*\*122.50

Dear Sirs:

Enclosed please find the original and one copy of Articles of Incorporation for the above-referenced corporation, together with a check in the amount of \$122.50 for the cost of the following:

Filing Fee	\$ 35.50
Certified Copy of Charter	50.00
Registered Agent Fee	<u>35.00</u>
	\$ 122.50

Please return the certified copy of your certificate to the attention of the undersigned. Thank you for your attention to this request.

Very truly yours,

*David D. Fuller, Jr.*  
David D. Fuller, Jr.

DDF/ack  
Enclosures  
cc: Phoenix East Aviation, Inc.

97 JUN 21 AM 11 57

2711 1111

ARTICLES OF INCORPORATION  
OF  
DAYTONA AIRCRAFT LEASING, INC.

FILED  
97 JAN 21 AM 9:57  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

THE UNDERSIGNED subscribers to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I- NAME

The name of the corporation is DAYTONA AIRCRAFT LEASING, INC.

ARTICLE II- NATURE OF BUSINESS

The corporation may engage in any activity of business permitted under the laws of the United States and of this State.

ARTICLE III- CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock, each having a par value of \$1.00 per share. The consideration to be paid for each share shall be fixed by the Board of Directors from time to time.

ARTICLE IV- INITIAL CAPITAL

The amount of capital with which this corporation will begin business is \$500.00.

**ARTICLE V- TERM OF EXISTENCE**

This corporation shall have perpetual existence.

**ARTICLE VI- ADDRESS**

The street address of the principal office of this corporation shall be 561 Pearl Harbor Drive, Daytona Beach, Florida 32114. The Board of Directors may, from time to time, move the principal office to any other address.

**ARTICLE VII- DIRECTORS**

This corporation shall have four (4) initially. The number of Directors may be increased or decreased from time to time by the Bylaws adopted by the shareholders, provided it shall never be less than one.

**ARTICLE VIII- INTIAL DIRECTORS**

The name and street addresses of the Board of Directors who shall hold office until their successor or successors are elected and have qualified are:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Nino Ciancetta, President	561 Pearl Harbor Drive Daytona Beach, FL 32114
Spence Edwards, Secretary	561 Pearl Harbor Drive Daytona Beach, FL 32114
Fred DeWitt, Vice-President/Treasurer	561 Pearl Harbor Drive Daytona Beach, FL 32114
Joe Wallman, Vice-President	561 Pearl Harbor Drive Daytona Beach, FL 32114

### ARTICLE IX- SUBSCRIBERS

The names and street addresses of the subscribers of these Articles of Incorporation and the number of shares of stock they have agreed to take are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
Nino Ciancetta	561 Pearl Harbor Drive Daytona Beach, FL 32114	25
Spence Edwards	561 Pearl Harbor Drive Daytona Beach, FL 32114	25
Fred DeWitt	561 Pearl Harbor Drive Daytona Beach, FL 32114	25
Joe Wallman	561 Pearl Harbor Drive Daytona Beach, FL 32114	25

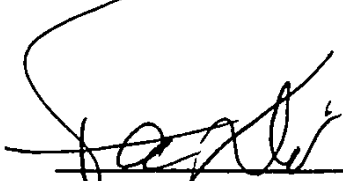
### ARTICLE X- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 561 Pearl Harbor Drive, Daytona Beach, Florida 32114, and the name of the initial registered agent of this corporation at that address is Fred DeWitt.

### ARTICLE XI- EFFECTIVE DATE

These Articles of Incorporation shall become effective upon filing with the Florida Secretary of State.

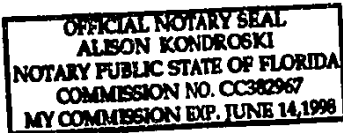
IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this \_\_\_\_ day of January, 1997.

  
\_\_\_\_\_  
FRED DEWITT

STATE OF FLORIDA  
COUNTY OF VOLUSIA

I HEREBY CERTIFY that before me this day, personally appeared Fred DeWitt, to me known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State above named this 10th day of January, 1997.

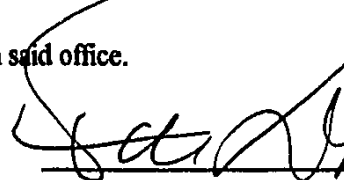


  
\_\_\_\_\_  
NOTARY PUBLIC-STATE OF FLORIDA

My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

THE UNDERSIGNED, having been named to accept service of process for the above stated Corporation, at the place designated in the foregoing Articles of Incorporation, hereby accepts to act in this capacity and agrees to comply with the provisions of Section 48.091, Florida Statutes, and all other provisions thereof, relative to keeping open said office.

  
\_\_\_\_\_  
FRED DEWITT

FILED  
97 JAN 21 AM 9:57  
SECRETARY OF STATE  
TALLAHASSEE  
FLORIDA