

P9900039685

April 26, 1999

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR 27 AM 11:23

To Whom It May Concern:

Please find the following documents enclosed to incorporate Rex Air, Inc.

- Transmittal Letter
- Articles of Corporation (Original)
- Articles of Corporation (2 copies)
- Certificate of Designation of Registered Office and Registered Agent
- Check #2002 for \$131.25
 - Filing Fee \$35.00
 - Registered Agent \$35.00
 - Certified Copy of Articles \$52.50
 - Certified Copy of Certificate \$8.75
- Self Addressed Returned Federal Express Mailer

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-04/27/99-01097-017
****131.25 *****87.50

Thank you for your help concerning this matter.

Sincerely,

Rex L. Gasteiger
6255 18th Ave. SW
Naples, FL 34116
Ph. (941) 450-0180 cellular
(941) 348-7373 office

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205

ARTICLES OF INCORPORATION
of
REX AIR, INC.

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Pursuant to Chapter 607 of the Florida Business Corporation Act, the undersigned incorporator submits these articles of incorporation for the purpose of forming a for-profit corporation.

Article 1. The name of the Corporation is:

Rex Air, Inc.

Article 2. The principal place of business and mailing address of this corporation is:

6255 18th Ave. SW, Naples, FL 34116

Article 3. The corporation is authorized to issue one class of stock, that being 1,000 shares of no par value, common stock, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the corporation.

Article 4. The name and address of the corporation's initial registered agent is:

Rex L. Gasteiger, 6255 18th Ave. SW, Naples, FL 34116

Article 5. The name and street address of the incorporator of this corporation is:

Rex L. Gasteiger, 6255 18th Ave. SW, Naples, FL 34116

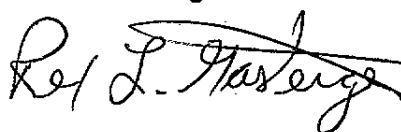
Article 6. No Director shall be held liable to the corporation or its shareholders for monetary damages due to a breach of fiduciary duty, unless the breach is a result of self-dealing, intentional misconduct, or illegal actions.

In witness whereof, the undersigned incorporator has executed these Articles of Incorporation on the date below.

Date: April 26, 1999

Name of Incorporator: Rex L. Gasteiger

Signature of Incorporator:



**CERTIFICATE OF DESIGNATION
OF
REGISTERED OFFICE AND REGISTERED AGENT
for**

REX AIR, INC.

Pursuant to section 607.0501 of The Florida Business Corporation Act, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent, in the State of Florida.

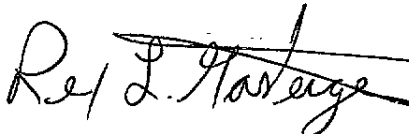
1. The name and address of the corporation's registered agent and registered office is:

Name: Rex L. Gasteiger
Street address: Rex Air, Inc.
6255 18th Ave. SW
Naples, FL 34116

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Having been named as the registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature of registered agent:



Date of signature: April 26, 1999