

Division of Corporations

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Florida Department of State

Division of Corporations

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To:

Division of Corporations
Fax Number : (850) 922-4003

From:

Account Name : WESLEY M. ROBINSON, PROFESSIONAL ASSOCIATION
Account Number : 075512003036
Phone : (305) 377-3352
Fax Number : (305) 377-1422

AL1

FOREIGN PROFIT QUALIFICATION

Flight Options International, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

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TALLAHASSEE, FLORIDA

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01 FEB 15 AM 8:48

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Flight Options International, Inc.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware

(State or country under the law of which it is incorporated)

3. 31-1555348

(FEI number, if applicable)

4. May 30, 1997

(Date of incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. February 1, 2001

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 26180 Curtiss-Wright Parkway

Cleveland, Ohio 44143

(Current mailing address)

To engage in any lawful act or activity for which corporations may be organized
under the General Corporation Law of Delaware.

8. (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Wesley M. Robinson

Office Address: 501 Brickell Key Drive, Suite 504

Miami

, Florida, 33131

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation as the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

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A. DIRECTORS (Street address only - P.O. Box NOT acceptable) - SEE ATTACHED LIST

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Michael A. RossiAddress: 26180 Curtiss-Wright ParkwayCleveland, Ohio 44143Vice President: Richard W. HeckmanAddress: 26180 Curtiss-Wright ParkwayCleveland, Ohio 44143Secretary: Debra A. YelskyAddress: 200 Public Square, Suite 2300Cleveland, Ohio 44114Treasurer: Steven C. NevinAddress: 26180 Curtiss-Wright ParkwayCleveland, Ohio 44143

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Debra A. Yelsky
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)14. Debra A. Yelsky, Secretary
(Typed or printed name and capacity of person signing application)FILED
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DIRECTORS OF FLIGHT OPTIONS INTERNATIONAL, INC.

Kenneth C. Ricci, Chairman
26180 Curtiss-Wright Parkway
Cleveland, Ohio 44143

Robert B. Calhoun
Two Canal Park
Cambridge, Massachusetts 02141

Henry F. Frigon
8400 W. 110th Street, Suite 200
Overland Park, Kansas 66210

Robert P. Pinkas
20600 Chagrin Boulevard, Suite 200
Cleveland, Ohio 44122

Michael A. Rossi
26180 Curtiss-Wright Parkway
Cleveland, Ohio 44143

Frank L. Salizzoni
4460 Main Street
Kansas City, Missouri 64111

Jeffrey H. Thomasson
11711 North Meridian Street
Suite 600
Carmel, Indiana 46032

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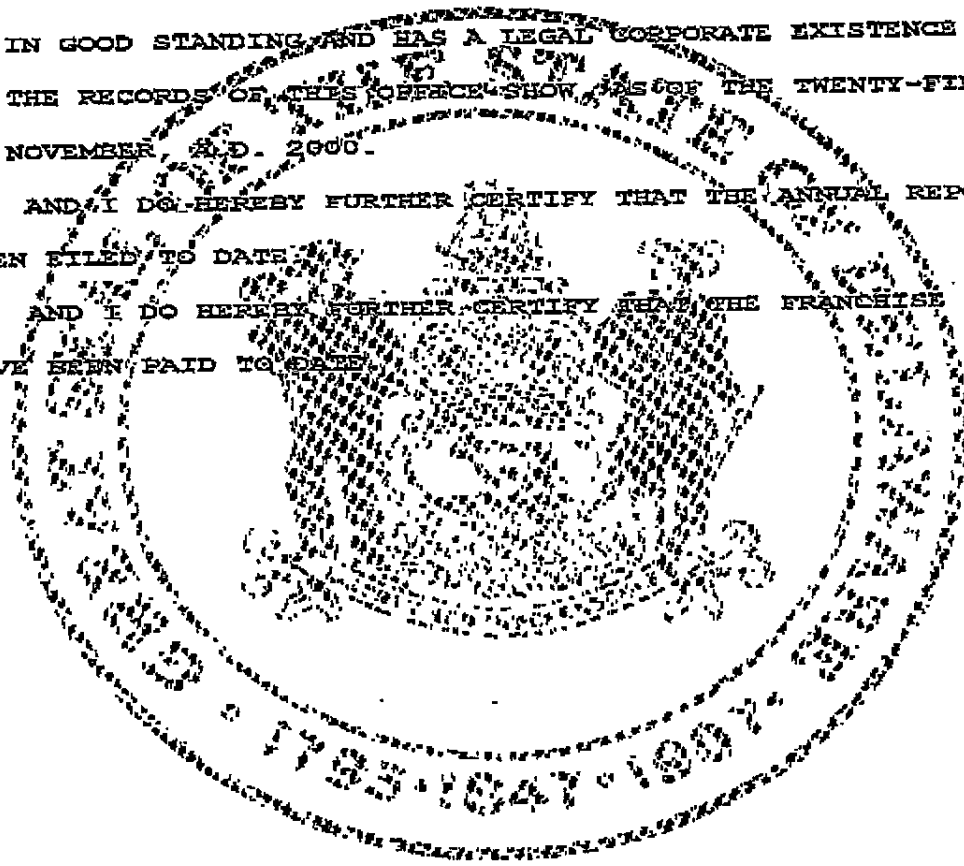
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State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FLIGHT OPTIONS INTERNATIONAL, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW AS OF THE TWENTY-FIRST DAY OF NOVEMBER, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

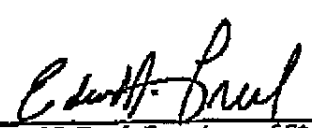
AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



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TALLAHASSEE, FLORIDA

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Edward J. Freel, Secretary of State

AUTHENTICATION: 0806233

DATE: 11-21-00

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