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September 11, 1996

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-10/01/96--01139--020
*****70.00 *****70.00

Re: American Executive Flyers, Inc.;
Our File No.: JHE-5550

Dear Sir or Madam:

In connection with the above-captioned matter, enclosed please find our check in the amount of \$70.00, completed Application by Foreign Corporation for Authorization to Transact Business in Florida and a Certificate of Good Standing from the Delaware Secretary of State.

Please send your acknowledgment through this office. Thank you for your assistance.

Very truly yours,


John H. Evans, Esquire

/cc
Enclosures
cc: Mr. Art Tucker

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP 30 PM 4:12
H/9/96

**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. AMERICAN EXECUTIVE FLYERS, 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. APPLIED FOR - SEE ATTACHED
(FBI number, if applicable)
4. JANUARY 19, 1996
(Date of Incorporation)
5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
6. UPON ACCEPTANCE BY SECY. OF STATE OF THIS APPLICATION
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. CORPORATION TRUST CENTER
1209 ORANGE ST., WILMINGTON, DE 19801
(Current mailing address)
8. ANY AND ALL LAWFUL BUSINESS WHICH A CORPORATION IS PERMITTED
TO CONDUCT WITHIN THE STATE OF FLORIDA.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)
Name: ARTHUR TUCKER
Office Address: 1055 CHENEY HIGHWAY
TITUSVILLE, Florida, 32780
(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at 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.

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

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

Chairman: ARTHUR TUCKER

Address: 1055 CHENEY HIGHWAY, TITUSVILLE, FL 32780

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: ARTHUR TUCKER

Address: 1055 CHENEY HIGHWAY, TITUSVILLE, FL 32780

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. 

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. ARTHUR TUCKER

(Typed or printed name and capacity of person signing application)

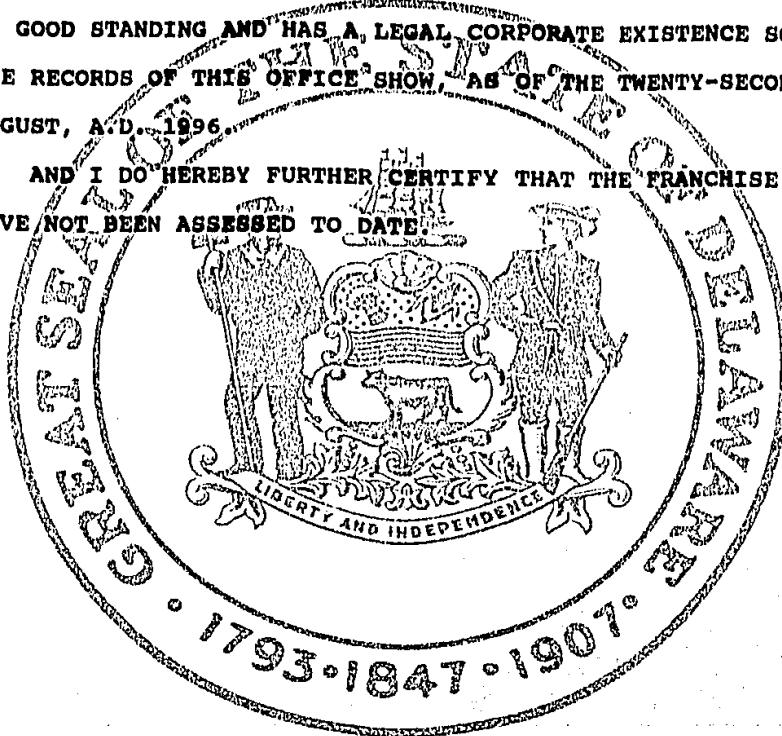
State of Delaware

PAGE 1

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AMERICAN EXECUTIVE FLYERS, 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-SECOND DAY OF AUGUST, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP 30 PM 4:12



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE:

8077701

08-22-96