

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: McMillin Aircraft Inc.
(Name of corporation - must include suffix)

600002437866--7
-02/23/98--01032--001
*****70.00 *****70.00

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

ED McMillin
(Name of Person)
McMillin Aircraft Inc
(Firm/Company)
1000 GENIUS DRIVE
(Address)
WINTER PARK FL 32789
(City/State/Zip)

2/23

Should you need to call someone concerning this matter, please call:

Ed McMillin at (407) 644 1940
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

**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. McMillin Aircraft 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. 59-3158344
(FEI number, if applicable)
4. OCT 26 1992
(Date of incorporation)
5. ON GOING - PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
6. JANUARY 1998
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. McMillin Aircraft Inc
1000 GENIUS DR WINTER PARK FL 32789
(Current mailing address)
8. Aircraft Charter & Aircraft Sales
(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: Ed McMillin
Office Address: 1000 GENIUS DR
WINTER PARK FL, Florida, 32789
(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.

Ed McMillin
(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)

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

Chairman: Ed McMillin

Address: 1000 GENIUS DR
WINTER PARK FL 32789

Vice Chairman: _____

Address: _____

Director: Ed McMillin

Address: SAME AS ABOVE

Director: _____

Address: _____

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

President: Ed McMillin

Address: 1000 GENIUS DR
WINTER PARK FL 32789

Vice President: _____

Address: _____

Secretary: Ed McMillin

Address: SAME

Treasurer: Ed McMillin

Address: SAME

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

13. Ed McMillin

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

14. _____

Ed McMillin PRESIDENT

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

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MCMILLIN AIRCRAFT 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 TWELFTH DAY OF FEBRUARY, A.D. 1998.


AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "MCMILLIN AIRCRAFT INC." WAS INCORPORATED ON THE TWENTY-SIXTH DAY OF OCTOBER, A.D. 1992.

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



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Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE: 02-12-98