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FILED
01 DEC -3 AM 9:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

November 5, 2001

Division of Corporation
P.O. Box 6327
Tallahassee, Fl. 32314

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*****78.75 *****78.75

Re: AMERICAN AERIAL ARTS ACADEMY, INC.

Gentlemen:

Enclosed please find the following for the filing for a new corporation:

- [1] Original Articles of Incorporation and copy to be certified.
- [2] Filing fee of \$78.75.

Sincerely Yours,

Cheri Bennett GAVE

W. J. Vaughn
W. J. Vaughn

Enc.

AUTHORIZATION BY PHONE TO

CONTACT ADA director
Article X

PS 12/3/01

WJW 25974
PS 11/13/01

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CERTIFICATE OF INCORPORATION
OF
AMERICAN AERIAL ARTS ACADEMY, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A NOT FOR PROFIT CORPORATION

We, the undersigned, desiring to form a corporation pursuant to the Florida Not for Profit Corporation Act, do hereby make, subscribe, and acknowledge this certificate, as follows:

ARTICLE I

The name of the corporation shall be **AMERICAN AERIAL ARTS ACADEMY, INC.**

ARTICLE II

The Corporation is formed exclusively for purposes for which a corporation may be formed under the Florida Not for Profit Corporation Act and not for pecuniary profit or financial gain. No part of the assets, income, or profit of the Corporation shall be distributable to, or inure to the benefit of, its members, directors, or officers except to the extent permitted under the Florida Not for Profit Corporation Act. The Corporation shall not operate any listing service for its members, or take steps which will serve to facilitate the transaction of specific business by its members or promote the private interest of any member, or engage in any activities which would constitute a regular business of a kind ordinarily carried on for profit.

ARTICLE III

The purposes for which the corporation is organized are:

[A] The general nature of the purpose of the Corporation shall be to provide Experiential Training, Education, Recreation and Mobile Production of Circus and Theatrical Arts for people of all ages.

[B] In furtherance of its corporate purposes, the Corporation shall have all general powers enumerated in Chapter 617 of the Florida Statutes (Florida Not-For-Profit Corporation Act)

[C] Said corporation is organized exclusively for non-profitable purposes, substantially all of the activities of which are for such purposes and no part of the net earnings of which inures to the benefit of any private shareholders.

ARTICLE IV

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Three hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(d) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE V

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501 of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VI

No part of the activities of the Corporation shall be carrying on propaganda, or otherwise attempting to influence legislation, or participating in, or intervening in (including the publication or distribution of statements,) any political campaign on behalf of any candidate for public office.

ARTICLE VII

[A] The Corporation's principal office shall be located at 428 Brickell Street, Palm Bay, Fl. 32909.

[B] Membership in this corporation shall be open to any person who has an interest in furthering the goals of this corporation and actively contributes his efforts to those ends on behalf of the corporation.

ARTICLE VIII

The Corporation designates Lawrence Scott Monari a/k/a Atom L. Scott Monari, whose address is 428 Brickell Street, Palm Bay, Fl. 32909, its registered agent in this state upon whom process against the Corporation may be served.

ARTICLE IX

The number of directors shall be not less than two (2) nor more than ten (10). The election of directors shall be as stated in the by-laws.

ARTICLE X

The names and addresses of the directors until the first annual meeting of the Corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Lawrence Scott Monari a/k/a Atom L. Scott Monari	428 Brickell Street Palm Bay, Fl. 32909
Lawrence M. Monari	428 Brickell Street Palm Bay, Fl. 32909
Clinton J. Monari	3301 S.W. 13th St, B123 Gainesville, FL 32608

ARTICLE XI

Each of the subscribers to this certificate is of the age of eighteen (18) years or more.

IN WITNESS WHEREOF we have made, subscribed, and acknowledge this Certificate of Incorporation this 31 day of October 2001.



Lawrence Scott Monari a/k/a
Atom L. Scott Monari



Lawrence M. Monari

ACCEPTANCE

I agree as Resident Agent to accept Service of Process: to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of

process at the above Florida designated address) in some conspicuous place in office as required by law.

Lawrence Scott Monari
Lawrence Scott Monari a/k/a
Atom L. Scott Monari

STATE OF FLORIDA
COUNTY OF Brevard

I hereby certify that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared Lawrence Scott Monari a/k/a Atom L. Scott Monari and Lawrence M. Monari to me known to be the persons described in and who executed the foregoing instrument and they acknowledged before me that they executed the same.

Said parties (check one) is/are personally known to me ..
 presented _____ as identification, and did take an oath.

Witness my hand and official seal in the County and State last aforesaid this 31 day of October, 2001.

Mildred Kudra
Notary Public
State of Florida

My Commission Expires:



Mildred Kudra
MY COMMISSION # CC870434 EXPIRES
October 28, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

FILED
01 DEC - 3 AM 9: 26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA