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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*[Handwritten signature]*

## COVER LETTER

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

SUBJECT: Heart of Florida Airshow, Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☒ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee &  
Certificate of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: John H. DeLoach, Esq.  
Name (Printed or typed)  
Williams Gautier Law Firm  
P.O. Box 4128  
Address

Tallahassee, FL 32315-4128  
City, State & Zip

850-386-3300

Daytime Telephone number

\* \* Call Christi Holland or Sara Lander when

NOTE: Please provide the original and one copy of the articles.

one filing acknowledgment letter is  
ready for pick up - 386-3300.

**ARTICLES OF INCORPORATION OF  
HEART OF FLORIDA AIRSHOW, INC.**

The undersigned, desiring to form a not-for-profit corporation pursuant to Chapter 617, Florida Statutes, hereby adopt the following Articles of Incorporation:

**Article I - Name**

The name of the Corporation is Heart of Florida Airshow, Inc.

**Article II - Principal Office**

The principal place of business and mailing address of the Corporation shall be 1 NE 1<sup>ST</sup> AVENUE, Suite 100, Ocala, Florida 34471.

**Article III - Purpose**

The general nature, objectives and purposes of this Corporation are that it be organized and operated exclusively as a not-for-profit corporation and for charitable purposes pursuant to Section 501(c)(3) of the Internal Revenue Code (the "Code"), as amended, and the Treasury Regulations issued thereunder, or the corresponding provisions of any future United States Internal Revenue Laws. Specifically, the purpose of the Corporation is the transaction of any lawful activity, including, but not limited to, promotion and operation of an airplane show that will provide educational opportunities in Central Florida. The Corporation is not organized, and shall not be operated, for pecuniary gain or profit. No part of the property of the Corporation and no part of its net earnings shall inure to the benefit of or be distributable to any Director, member, or other private individual.

**Article IV - Manner of Election**

The manner of election of Directors shall be stated in the Corporation's Bylaws.

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TALLAHASSEE, FLORIDA

Article V – Directors

The initial Directors and their addresses are:

Mark Leopold 1 NE 1st Ave, Suite 100, Ocala, FL 34471  
James Gallagher 2015 NW 24 Ave Gainesville FL 32605  
Mark Starr 8436 NW 4th Pl Gainesville FL 32607  
Jay Curtis 8576 NE 19th Ave Ocala, FL 34479  
CHARLES STORMS 3221 SW 87th PL OCALA, FL 34474

Article VI – Initial Registered Agent

The name and Florida street address of the registered agent of the Corporation is

Mark A. Leopold, 1 NE 1st Avenue, Suite 100, Ocala, FL 34471

Article VII – Incorporators

The Incorporators and their addresses are:

Mark Starr 8436 SW 4th Pl Gainesville, FL 32607  
Mark Leopold 1 NE 1st Avenue, Suite 100, Ocala, FL 34471

Mark Starr  
Signature

Mark Starr

Print or type name.

"Incorporator"

MA Leopold  
Signature

MARK A. LEOPOLD

Print or type name.

"Incorporator"

ACCEPTANCE OF REGISTERED AGENT APPOINTMENT

HAVING BEEN NAMED AS 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.

MA Leopold 9/25/07  
Signature Date  
MARK A. Leopold  
Print or type name.  
"Registered Agent"

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TALLAHASSEE, FLORIDA