Tinn Patricia Hanold
1010 Airport Road
Fernandina Beach, Florida 32034

January 31, 1996

904-277-9680

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

Division of Corporations:

I enclose an original and one (1) copy of the proposed Articles of Incorporation of AMELIA FLYING CLUB, INCORPORATED.

Please file the Articles of Incorporation and Designation of Registered Agent and return a Certificate of Incorporation to me at the above address.

A check in the amount of \$78.75, made payable to your office, for total filing and processing fees is enclosed.

Sincerely,

Tina Patricia Hanold, Incorporator

FFR 6 1996 BSB

EFFECTIVE DATE

3-1 PH 1:43
WASSEE FLORIDA

96 FEB - I PM 1: 43
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

AMELIA FLYING CLUB, INCORPORATED

A NON-PROFIT CORPORATION

EFFECTIVE DATE

The undersigned incorporator, in order to form a non-profit corporation under the laws of the state of Florida, adopt the following Articles of Incorporation, effective January 31, 1996:

ARTICLE I

The name of this corporation is:

AMELIA FLYING CLUB, INCORPORATED

ARTICLE II

The Principal place of business and mailing address of this corporation shall be:

1010 Airport Road Fernandina Beach, Florida 32034

ARTICLE III

The specific purposes for which this corporation is organized is to establish a flying club for educational and recreational flying.

ARTICLE IV

The manner in which the directors are elected or appointed is stated in the bylaws.

The number of initial directors of this corporation is three (3). Their names and addresses are as follows:

Tina Patricia Hanold 996 Ocean Bluff Drive Fernandina Beach, Florida 32034

R. C. Frederick Hanold, IV 996 Ocean Bluff Drive Fernandina Beach, Florida 32034

Louis M. Walger, III 7 Spotted Sandpiper Fernandian Beach, Florida 32034

ARTICLE V

None.

ARTICLE VI

The name and address of the registered agent of this corporation is:

Tina Patricia Hanold 1010 Airport Road Fernandina Beach, Florida 32034

ARTICLE VII

The name and address of the incorporator of this corporation is:

Tina Patricia Hanold 1010 Airport Road Fernandina Beach, Florida 32034

The undersigned incorporators hereby declare under penalty of perjury that the statements made in the foregoing Articles of Incorporation are true.

Tina Patricia Hanold, Incorporator

1/31/96 Date

M\$W:AFC1

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is:

AMELIA FLYING CLUB, INCORPORATED

2. The name and address of the registered agent and office is:

Tina Patricia Hanold 1010 Airport Road Fernandina Beach, Florida 32034

Signature:

Tina Patricia Hanold, Incorporator

1/31/96

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. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER IND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WI" AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature: -

Tina Patricia Hanold

//31/96 Date

MSW:AFC3