

N960000004190

DAVIS & FERNANDES, SR., P.A.

ATTORNEYS AT LAW

4432 NW 23RD AVE., SUITE 9

GAINESVILLE, FL 32606

(352) 378-5800

AUG 12 AM 11:27

THOMAS W. DAVIS

FLORIDA BAR CERTIFIED

WORKERS' COMPENSATION ATTORNEY

GARY L. FERNANDES, SR.

THOMAS S. SHIGO, JR.

TALLAHASSEE, FLORIDA

July 31, 1996

SECRETARY OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32314

RE: Flying Professionals, Inc.

9000001911959

-08/02/96--01078--007

*****70.00 *****70.00

Dear Sirs:

Enclosed for filing are the Articles of Incorporation of Flying Physicians, Inc. Also please find a check in the amount of \$70.00 representing the fee for filing the articles and the cost of a copy of the certificate.

Your prompt attention to this matter is appreciated.

Sincerely,

DAVIS & FERNANDES, SR., P.A.

Gary L. Fernandes, Sr.
GARY L. FERNANDES, SR., ESQUIRE

GLF/np

Enclosures: Articles of Incorporation Original and one copy
Check



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 5, 1996

GARY L. FERNANDES, SR., ESQ.
4432 NW 23RD AVE, SUITE 9
GAINESVILLE, FL 32606

SUBJECT: FLYING PROFESSIONALS, INC.
Ref. Number: W96000016263

We have received your document for FLYING PROFESSIONALS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation. A statement making reference to the bylaws is acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6315.

Pamela Hall
Document Specialist

Letter Number: 996A00037215

DAVIS & FERNANDES, SR., P.A.

ATTORNEYS AT LAW

4412 NW 23RD AVE., SUITE 9

GAINESVILLE, FL 32606

(352) 378-5800

THOMAS W. DAVIS
FLORIDA BAR CERTIFIED
WORKERS' COMPENSATION ATTORNEY

GARY L. FERNANDES, SR.
THOMAS S. SHIGO, JR.

August 7, 1996

ATTENTION: PAMELA HALL
SECRETARY OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32314

RE: Flying Professionals, Inc.

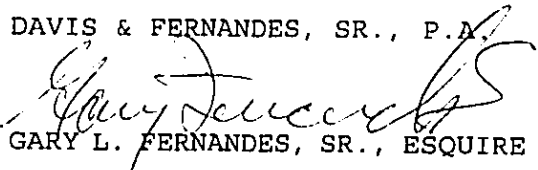
Dear Ms. Hall:

Enclosed for filing are the Articles of Incorporation of Flying Physicians, Inc. I have revised Article IV, Manner and Election of Directors. Please file the articles.

Your prompt attention to this matter is appreciated.

Sincerely,

DAVIS & FERNANDES, SR., P.A.


GARY L. FERNANDES, SR., ESQUIRE

GLF/np

Enclosures: Articles of Incorporation

ARTICLES OF INCORPORATION
FOR
FLYING PROFESSIONALS, INC.

FILED
25 AUG 12 AM 11:27

The undersigned, acting as incorporator of a corporation pursuant to Chapter 617 Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be FLYING PROFESSIONALS, INC.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The address of the principal office and the mailing address of this corporation shall be 2011 S.W. 75th Terrace, Gainesville, Florida 32607.

ARTICLE III - PURPOSE

The specific purpose for which this corporation is organized and the general nature of the business to be transacted by this corporation is to engage in private civil aviation rendering education, flight training, proficiency, maintenance and experience through the use of corporate aircraft for business and personal use for the benefit of the officers, employees, agents and members of this corporation who are duly licensed or otherwise legally authorized under laws of the State of Florida and Federal Aviation Administration and/or for any other lawful purposes not for pecuniary profit and not specifically prohibited to corporations under other laws of this state; provided, however, nothing in these articles of incorporation shall be interpreted to prohibit this corporation from investing its funds in real estate, mortgages, stocks, bonds or any other type of investments, or from owning real and personal property necessary for the rendering or carrying out of such services.

ARTICLE IV - MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is as follows:

A. This corporation shall have three (3) directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than three.

B. The name and street address of the members of the first Board of Directors of this corporation are:

Rodger D. Powell	2011 S.W. 75th Terrace Gainesville, Florida 32607
Carl P. Eason	107-C Edwards Road Starke, Florida 32091
Catherine M. Powell	2011 S.W. 75th Terrace Gainesville, Florida 32607

C. The election of all subsequent directors shall be as stated in the By-Laws adopted by this corporation.

Rodger D. Powell	2011 S.W. 75th Terrace Gainesville, Florida 32607
Carl P. Eason	107-C Edwards Road Starke, Florida 32091
Catherine M. Powell	2011 S.W. 75th Terrace Gainesville, Florida 32607

ARTICLE V - LIMITATION OF CORPORATE POWERS

The corporate powers of this corporation are as provided in Section 617.0302, Florida Statutes.

ARTICLE VI - REGISTERED AGENT AND STREET ADDRESS

The name and street address of the initial registered agent is Rodger D. Powell, 2011 S.W. 75th Terrace, Gainesville, Florida 32607.

ARTICLE VII - INCORPORATORS

The name and street address of the incorporator for these Articles of Incorporation is:

Rodger D. Powell	2011 S.W. 75th Terrace Gainesville, Florida 32607
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The undersigned incorporator has executed these Articles of Incorporation this 31st day of July, 1996.



RODGER D. POWELL

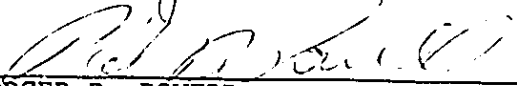
CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Sections 607.0501 or 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 FLYING PROFESSIONALS, INC.
2. The name and address of the registered agent and office is Rodger D. Powell, 2011 S.W. 75th Terrace, Gainesville, Florida 32607.

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 AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Dated this 31 day of July, 1996.



RODGER D. POWELL

TALLAHASSEE, FLORIDA

56 AUG 12 AM 11:28

FILED

N96000004190

DAVIS & FERNANDES, SR., P.A.

ATTORNEYS AT LAW

4432 NW 23RD AVE., SUITE 9

GAINESVILLE, FL 32606

(352) 378-5800

THOMAS W. DAVIS
FLORIDA BAR CERTIFIED
WORKERS' COMPENSATION ATTORNEY

GARY L. FERNANDES, SR.
THOMAS S. SHIGO, JR.

November 14, 1996

SECRETARY OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32314

200002008822--3

-11/19/96--01163--005

*****35.00 *****35.00

RE: Flying Professionals, Inc.

Dear Sirs:

Enclosed please find the following documents for filing:

1. Articles of Dissolution by Directors of Flying Professionals, Inc., a not for profit corporation incorporated August 12, 1996;
2. Check in the amount of \$35.00 for the necessary filing fee for the dissolution;
3. Affidavit of Rodger D. Powell releasing the name of Flying Professionals, Inc.;
4. Original and one copy of the Articles of Incorporation of Flying Professionals, Inc., a "for profit" corporation; and
5. Check in the amount of \$70.00 for the necessary filing fee for the incorporation.

Please file these documents and provide a letter with the date of incorporation. Thank you for your assistance and if you have any questions please call my office.

Sincerely,

DAVIS & FERNANDES, SR., P.A.

GARY L. FERNANDES, SR., ESQUIRE

GLF/np

Enclosures: as noted above

1/19
JAN - 2
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
JAN 19 1997
101
Diss



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 25, 1996

DAVIS & FERNANDES, SR., P.A.
4432 N.W. 23RD AVE., SUITE 9
GAINESVILLE, FL 32606

SUBJECT: FLYING PROFESSIONALS, INC.
Ref. Number: N96000004190

We have received your document for FLYING PROFESSIONALS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document you submitted has been prepared pursuant to profit statutes (chapter 607, Florida Statutes). As the entity was originally filed as a nonprofit corporation, this document should be filed pursuant to chapter 617, Florida Statutes. Enclosed is the correct form.

Nonprofit corporations do not have shareholders. Please remove any reference to shareholders from the document.

Articles of Dissolution for a nonprofit corporation must comply with either section 617.1401 or 617.1403, Florida Statutes.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6957.

Joy Moon-French
Corporate Specialist

Letter Number: 996A00053358

DAVIS & FERNANDES, SR., P.A.

ATTORNEYS AT LAW

4432 NW 23RD AVE., SUITE 9

GAINESVILLE, FL 32606

(352) 378-5800

THOMAS W. DAVIS
FLORIDA BAR CERTIFIED
WORKERS' COMPENSATION ATTORNEY

GARY L. FERNANDES, SR.
THOMAS S. SHIGO, JR.

December 30, 1996

JOY MOON-FRENCH, CORPORATE SPECIALIST
SECRETARY OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32314

RE: Flying Professionals, Inc.
Letter No. 996A00053358

Dear Ms. Moon-French

Enclosed please find the following documents

1. Articles of Dissolution by Directors of Flying Professionals, Inc., a not for profit corporation incorporated August 12, 1996;
2. Affidavit of Rodger D. Powell releasing the name of Flying Professionals, Inc.;
3. Original Articles of Incorporation of Flying Professionals, Inc., a "for profit" corporation; and
4. Check in the amount of \$70.00 for the necessary filing fee for the incorporation.

Please file these documents and provide a letter with the date of incorporation. Thank you for your assistance and if you have any questions please call my office.

Sincerely,

DAVIS & FERNANDES, SR., P.A.


GARY L. FERNANDES, SR., ESQUIRE

GLF/np

Enclosures: as noted above

*Norma authorized
correction of statute #
& addition of capacity.*

ARTICLES OF DISSOLUTION BY DIRECTORS
OF
FLYING PROFESSIONALS, INC.

FILED

97 JAN -2 PM 1:11

SECRETARY OF STATE
TALLAHASSEE FLORIDA


To: Department of State
Tallahassee, Florida 32304

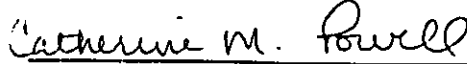
Date Paid
Filing Fee _____

Pursuant to the provisions of Section 617.1401 of the Florida Not for Profit Corporation Act, the undersigned, being a majority of the directors of the corporation hereinafter named, adopt the following articles of dissolution:

1. The name of the corporation is FLYING PROFESSIONALS, INC.
2. The date of issuance of its certificate of incorporation is August 12, 1996.
3. The corporation has not commenced business.
4. No debts of the corporation remain unpaid.
5. A majority of the directors elect that the corporation be dissolved.

Dated 12/19, 1996.


Rodger D. Powell, Director &
President


Cathrine M. Powell, Director

Signatures of directors o a
majority thereof