

P00000052.116



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 711821 9725B

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 26 AM 10:13

ORDER DATE : May 26, 2000

ORDER TIME : 12:17 PM

ORDER NO. : 711821-005

CUSTOMER NO: 9725B

700003268817--1

CUSTOMER: Ms. Jeanne L. Seewald
ROETZEL & ANDRESS
ROETZEL & ANDRESS
Trainon Centre, Third Floor
850 Park Shore Drive
Naples, FL 34103

DOMESTIC FILING

NAME: FLORIDA AIR, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

EXAMINER'S INITIALS:

509
W00-13640

RECEIVED
00 MAY 26 PM 12:54
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

8/10/00



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 MAY 26 AM 10:13

May 26, 2000

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: FLORIDA AIR, INC.
Ref. Number: W00000013640

RESUBMIT
Please give original
submission date as file date

We have received your document for FLORIDA AIR, INC. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

The name of the entity must be identical throughout the document.

Please return the original and one copy of 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 (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 500A00030198

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 MAY 26 AM 10:13

ARTICLES OF INCORPORATION
OF
FLORIDA AIR , INC.
a Florida corporation

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

CORPORATE NAME

The name of the corporation is **FLORIDA AIR , INC.** (the "Corporation").

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of the Corporation shall be 240 Aviation Drive North, Naples, Florida 34104.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue One Thousand (1000) shares in the aggregate, which shares shall be of a single class of common stock and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE IV

INITIAL REGISTERED AGENT AND STREET ADDRESS

The street address of the initial registered agent of the Corporation is 850 Park Shore Drive, Naples, Florida 34103 and the name of its initial registered agent at such address is Michael W. McArdle.

ARTICLE V

INCORPORATOR

The name and address of the incorporator is Jeanne L. Seewald, 850 Park Shore Drive, Naples, Florida 34103.

ARTICLE VI

DURATION

The duration of the Corporation is perpetual commencing upon the filing of these Articles of Incorporation with the Secretary of the State of Florida.

ARTICLE VII

BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE VIII
INDEMNIFICATION

The Corporation shall indemnify any officer and/or director, or any former officer and/or director to the full extent of the law.

ARTICLE IX
AMENDMENT

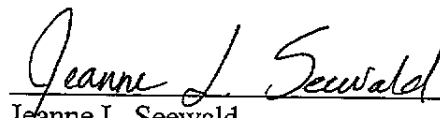
These Articles of Incorporation may be amended by the assent of shareholders holding fifty-one percent (51%) of the outstanding common stock of the Corporation.

ARTICLE X
DISSOLUTION

The Corporation may be dissolved with the assent of shareholders holding not less than two-thirds (2/3) of the outstanding common stock of the Corporation.

IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Florida, the undersigned, constituting the sole incorporator of this Corporation, has executed these Articles of Incorporation this 25th day of May, 2000.

INCORPORATOR:



Jeanne L. Seewald

STATE OF FLORIDA)
)SS:
COUNTY OF COLLIER)

The foregoing instrument was acknowledged before me this 25th day of May, 2000, by
Jeanne L. Seewald, who (X) is personally known to me, or who () has produced _____
_____ as identification.



Amy Fletcher
NOTARY PUBLIC, STATE OF FLORIDA
Name: Amy Fletcher
(Type or Print)
My Commission Expires:

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

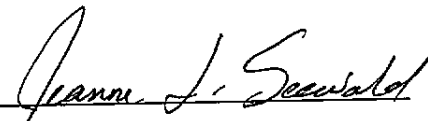
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 MAY 26 AM 10:13

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

That **FLORIDA AIR** , INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Naples, State of Florida, has named Michael W. McArdle, 850 Park Shore Drive, Naples, Florida 34103, as its agent to accept service of process within Florida.

FLORIDA AIR , INC.
a Florida corporation

By: 
Jeanne L. Seewald, Incorporator

Dated: May 25, 2000

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.


Michael W. McArdle

Dated: May 25, 2000