

ARMSTRONG ACCOUNTING

2537 FLAMINGO LANE
FT. LAUDERDALE, FLORIDA 33312
954-587-9385

July 10, 2000

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FILED
00 JUL 14 PM 3:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECRETARY OF STATE
DIVISIONS OF CORPORATIONS
STATE CAPITAL
TALLAHASSEE, FLORIDA 32301

RE: BLUE SKY TRANSPORT, INC.

500003323055--3
-07/14/00--01049--007
*****79.00 *****78.75

GENTLEMEN:

ATTACHED PLEASE FIND ARTICLES OF INCORPORATION FOR
THE ABOVE CAPTIONED CORPORATION, PROPERLY EXECUTED,
AND CHECK FOR \$79.00, WHICH INCLUDES CHARTER TAX,
FILING FEE, CERTIFIED COPY FEE AND REGISTRATION FEE.

YOUR PROMPT ATTENTION IN PROCESSING THIS WILL BE
GREATLY APPRECIATED.

YOURS VERY TRULY
ARMSTRONG ACCOUNTING
BY:

Ellen Armstrong
ELLEN ARMSTRONG

EA/sf
Enc.

ELA/DB
ENCS

7-19-00
CJS

ARTICLES OF INCORPORATION

OF

BLUE SKY TRANSPORT, INC.

A Florida Corporation

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby makes, subscribes, acknowledges and files the following Articles of Incorporation:

ARTICLE I

The name of this corporation shall be:

BLUE SKY TRANSPORT, INC.

ARTICLE II

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time shall be as follows:

One Thousand (1,000) shares of common stock
at \$1.00 per share, par value.

The entire voting power of the corporation shall be vested in the common stockholders, and each share of common stock shall be entitled to one vote, as shall be more fully set forth and determined in the By-Laws of this corporation. Other rights and interests accruing to each share of common stock shall be more fully determined and set forth in the By-Laws.

ARTICLE IV

The amount of capital with which this corporation shall begin business shall be not less than \$500.00.

ARTICLE V

The corporation shall have perpetual existence.

ARTICLE VI

The street address in this State of the principal office of this corporation shall be:

1014 N.W. 105 WAY, PLANTATION, FL. 33322

ARTICLE VII

The corporation shall have at least one (1) director and no more than five (5) directors.

ARTICLE VIII

The names and street addresses of the members of the first Board of Directors are as follows:

NAME

ADDRESS

MICHAEL KELLY

1014 N.W. 105 WAY
PLANTATION, FL. 33322

ARTICLE IX

The names and street addresses of the officers of this corporation who shall hold office for the first year or until their successors are chosen are:

NAME & ADDRESS:

OFFICE HELD:

MICHAEL KELLY
1014 N.W. 105 WAY
PLANTATION, FL. 33322

PRESIDENT/SECRETARY/
TREASURER

ARTICLE X

The name and street address of the subscriber to these Articles of Incorporation is as follows:

MICHAEL KELLY 1014 N.W. 105 WAY
PLANTATION, FL. 33322

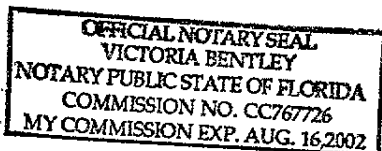
ARTICLE XI

The corporation has designated the following as the Resident Agent to accept service of process for the corporation, pursuant to Chapter 48.091, Florida Statutes, to-wit:

MICHAEL KELLY
1014 N.W. 105 WAY
PLANTATION, FL. 33322

[Handwritten signature: Michael P. Kelly]

IN WITNESS WHEREOF, the subscriber has affixed his signature this 11 day of July, 2000.



[Handwritten signature] (SEAL)

STATE OF FLORIDA
COUNTY OF BROWARD

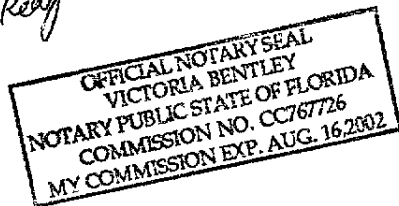
SS:

BEFORE ME, the undersig. authority, personally appeared MICHAEL KELLY who, after being duly sworn,

acknowledged that he executed the foregoing Articles of
Incorporation for the purposes therein expressed.

DATED at Fort Lauderdale, Broward County, Florida,
this 11 day of July 2000

X *Michael P. Kelly*



[Signature]
NOTARY PUBLIC, State of Florida
At. Large

ACKNOWLEDGEMENT OF RESIDENT AGENT:

Having been named to accept service of process for
BLUE SKY TRANSPORT, INC.
a Florida Corporation, at the place designated in the
foregoing Articles of Incorporation, I hereby accept to
act in this capacity, and agree to comply with the
provisions of said Act, relative to keeping open said
office.