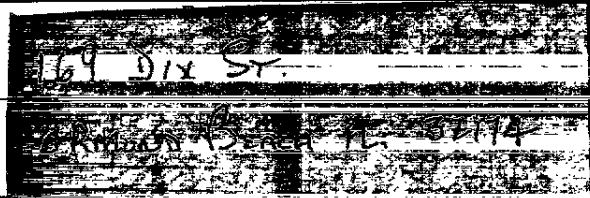


PO00000072901



City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1. _____ (Corporation Name) _____ (Document #)
- 2. _____ (Corporation Name) _____ (Document #)
- 3. _____ (Corporation Name) _____ (Document #)
- 4. _____ (Corporation Name) _____ (Document #)

FILED
00 JUL 27 AM 10:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- Walk in Pick up time _____ Certified Copy
- Mail out Will wait Photocopy Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

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OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

8/1
JF

Examiner's Initials

ARTICLES OF INCORPORATION

OF

LIN AIR, INC.

ARTICLE -1 - NAME

The name of this Corporation is Lin Air, Inc.

ARTICLE -II- DURATION

This Corporation shall have perpetual existence.

ARTICLE - III - PURPOSES

This Corporation is organized to include the transaction of any or all lawful business for which Corporations may be Incorporated under Chapter 607, Florida Statutes (1975) as presently enacted and as it may be amended from time to time.

ARTICLE - IV - CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of \$1.00 par value common stock, which shall be designated as "Common Stock."

ARTICLE - V - PREEMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock or authorized but unissued stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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ARTICLE - VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of an Initial Registered office of this Corporation is 169 DIX AVENUE; ORMOND BEACH, FLORIDA 32174 and the name of the Initial Registered Agent of this Corporation at that address is Ed L Smoot. Both Initial Registered Office and Registered Agent are the same address.

ARTICLE - VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially. The number of Director(s) may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial Director of this Corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Ed Smoot	169 DIX AVENUE ORMOND BEACH, FLORIDA 32174

ARTICLE - VIII - INCORPORATORS

The name and address of the person signing these Articles is: ED SMOOT
169 DIX AVENUE; ORMOND BEACH, FLORIDA 32174

ARTICLE - IX - INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE - X - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon the Shareholders is subject to this reservation.


ED SMOOT

**CERTIFICATE DESIGNATING REGISTERED
AGENT AND STREET ADDRESS FOR SERVICE
OF PROCESS WITHIN FLORIDA**

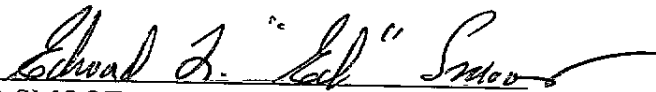
Pursuant to Florida Statute 48.091, LIN AIR, INC. desiring to organize under the laws of the State of Florida, hereby designates ED SMOOT; located at 169 DIX AVENUE; ORMOND BEACH, FLORIDA 32174 as it's Registered Agent to accept service of process within the State of Florida.

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TALLAHASSEE, FLORIDA
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ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as Registered Agent to accept service of process for the above named Corporation, at the place designated above, and agrees to comply with the provisions of Florida Statutes 48.091(3) relative to maintaining an office for the service of process.


ED SMOOT