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*Marcus A. Castillo
Lee L. Haas*

*Tel (813) 535-4544
Fax (813) 535-1855*

September 11, 2000

VIA OVERNIGHT MAIL

Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

300003389343---3
-09/12/00-01058-004
*****78.75 *****78.75

Re: New Corporation

Gentlemen:


Enclosed is a check in the amount of \$78.75 for registration of the following new corporation:

AIRCRAFTFORCHARTER.COM, Inc.

Also enclosed are the original Articles of Incorporation and the Certificate designating the place of business and resident agent. Upon completion of the registration, please send us a certified copy of documents using the enclosed stamped return envelope.

If any further information is needed, or any other questions arise, please do not hesitate to contact my office at 727-535-4544.

Sincerely,



Marcus A. Castillo, Esquire

MAC:sw
Enclosures

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00 SEP 12 PM 4:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

089/13

**ARTICLES OF INCORPORATION
OF
AIRCRAFTFORCHARTER.COM, INC.**

ARTICLE I. CORPORATE NAME

The name of this corporation is **AIRCRAFTFORCHARTER.COM, INC.**

ARTICLE II. DURATION

This corporation shall have perpetual existence.

ARTICLE III. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE IV. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation and its mailing address are:

5560 Roosevelt Blvd., Suite 2, Clearwater, Florida 33760

ARTICLE V. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 1000 shares of common stock with .01 par value.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder, upon an offer for 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 pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The registered agent and the street address of the initial registered office of this corporation in the State of Florida shall be:

Marcus A. Castillo, Esquire
Haas & Castillo, P.A.
Arbor Shoreline Office Park
19321-C U.S. 19 North, Suite 401
Clearwater, Florida 33764

The board of directors from time to time may move the registered office to any other address in the State of Florida.

ARTICLE VIII. BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by bylaws adopted by the stockholders, but shall never be less than one (1).

ARTICLE IX. INITIAL DIRECTOR

The name of the initial director of this corporation and his street address are:

Kenneth Robb Hensley
5560 Roosevelt Blvd., Suite 2,
Clearwater, Florida 33760

The person named as initial director shall hold office for the first year of existence of this corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE X. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Kenneth Robb Hensley
5560 Roosevelt Blvd., Suite 2,
Clearwater, Florida 33760

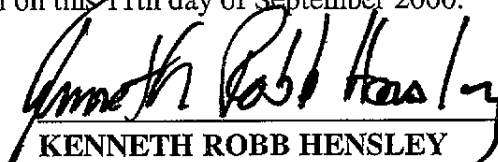
ARTICLE XI. INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XII. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the board of directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 11th day of September 2000.



KENNETH ROBB HENSLEY
Incorporator

STATE OF FLORIDA

COUNTY OF PINELLAS

BEFORE ME, a Notary Public, personally appeared MARCUS A. CASTILLO, ESQUIRE, to me personally known and known to be the person described as above, and acknowledged before me that he subscribed to the above document on the 11th day of September, 2000.



Sherry Marion Woods
MY COMMISSION # CC896785 EXPIRES
December 19, 2003
BONDED THRU TROY FAIR INSURANCE, INC.

[SEAL]

Sherry Marion Woods

[Signature, Notary Public]

SHERY MARION WOODS

[Typed/printed name, Notary Public]

**NOTARY PUBLIC, STATE OF
FLORIDA AT LARGE**

Commission No. CC 896785

My Commission Expires: 12/19/03

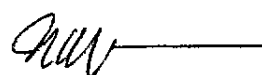
**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OF DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

Pursuant to §48.091, *Florida Statutes*, the following is submitted in compliance with said Statute:

First - That AIRCRAFTFORCHARTER.COM, INC. wishes to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the city of Clearwater, Pinellas County, State of Florida and has named Marcus A. Castillo, Esquire, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Statute relative to keeping open said office.



MARCUS A. CASTILLO, ESQUIRE
Haas & Castillo, P.A.
Arbor Shoreline Office Park
19321-C U. S. 19 North, Suite 401
Clearwater, FL 33764
Telephone: 727-535-4544
Florida Bar Number 374733

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SECRETARY OF STATE
TALLAHASSEE, FL 32304