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**FILED**  
00 NOV 17 PM 1:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

KELLY B. PLANTE, ESQUIRE

November 17, 2000

*P000000107649*

Division of Corporations  
George Firestone Building  
409 East Gaines Street  
Tallahassee, FL 32301

Via Hand Delivery

400003468464--3  
-11/17/00--01039--012  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

To Whom It May Concern:

Enclosed for filing, please find the **ARTICLES OF INCORPORATION**, along with a check in the amount of **\$78.75** for the applicable filing fees and fees to obtain a **Certified Copy** of the **Articles of Incorporation** for the following entity:

**Fifty-Eight Aviation, Inc.**

Upon receipt, please "date-stamp" the copy of the letter provided and call Ann Cotroneo at 222-7717, when the document is ready. Thank you for your assistance in this matter.

Very truly yours,

*Kelly B. Plante*  
Kelly B. Plante

**RECEIVED**  
00 NOV 17 AM 10:46  
DIVISION OF CORPORATION

KBP/amc  
Enclosures  
GHRCORP/GHR2



MELBOURNE

ORLANDO

TAMPA

*[Handwritten signature]*  
11-17

**ARTICLES OF INCORPORATION  
OF  
FIFTY-EIGHT AVIATION, INC.**

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TALLAHASSEE, FLORIDA

The undersigned, acting as the Incorporator of FIFTY-EIGHT AVIATION, INC., a Florida corporation (the "Corporation"), pursuant to Chapter 607 of the Florida Statutes, hereby forms a corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for the Corporation:

**ARTICLE I - NAME**

The name of the Corporation is FIFTY-EIGHT AVIATION, INC. The mailing address of the Corporation shall be 603 Main Street, P.O. Box 1100, Windermere, FL 34786.

**ARTICLE II - CORPORATE EXISTENCE**

The Corporation will exist commencing on the date of filing these Articles of Incorporation with the Florida Department of State.

**ARTICLE III - DURATION**

The Corporation shall exist perpetually.

**ARTICLE IV - PURPOSE**

The Corporation is organized for the purpose of transacting any or all lawful businesses for which corporations may be incorporated under Chapter 607, Florida Statutes.

**ARTICLE V - CAPITAL STOCK**

The aggregate number of shares of stock of all classes which the Corporation has authority to issue is Two Thousand (2,000) shares, which are divided into two classes of One Thousand (1,000) shares of Class A Voting Common Stock, \$1.00 par value per

share (the "Class A Stock"), and One Thousand (1,000) shares of Class B Non-Voting Common Stock, \$1.00 par value per share (the "Class B Stock"). The Class A Stock and the Class B Stock shall be identical in all respects, except that the Class B stock shall carry no right to vote for the election of directors of the Corporation, and no right to vote on any matter presented to the shareholders for their vote or approval, except as required by the Florida Business Corporation Act.

#### **ARTICLE VI - PREEMPTIVE RIGHTS**

The shareholders of the Corporation have a preemptive right, granted on uniform terms and conditions prescribed by the Board of Directors to provide a fair and reasonable opportunity to exercise the right, to acquire proportional amounts of the Corporation's unissued shares upon the decision of the Board of Directors to issue them.

#### **ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation shall be:

603 Main Street  
Windermere, FL 34786

The name of the initial registered agent of the Corporation at that address shall be:

Betsy Chesser

#### **ARTICLE VIII - INITIAL BOARD OF DIRECTORS**

A. The Corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws, but shall never be less than one.

B. The name and address of the initial director of the Corporation is as follows:

<u>Name</u>	<u>Street Address</u>
Donald R. Dizney	603 Main Street Windermere, FL 34786

#### **ARTICLE IX - INCORPORATOR**

The name and address of the person signing these Articles is:

<u>Name</u>	<u>Address</u>
Betsy Chesser	603 Main Street Windermere, FL 34786


#### **ARTICLE X - BYLAWS**

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

#### **ARTICLE XI - AMENDMENT**

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

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 16<sup>th</sup> day of November, 2000.

  
\_\_\_\_\_  
Betsy Chesser  
Incorporator

**CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT**

**FIFTY-EIGHT AVIATION, INC.**

The undersigned, having been named as registered agent for the above named Corporation, at the place designated in the foregoing Articles of Incorporation, hereby accepts such designation and agrees to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 607.0505 of the Florida Statutes.

  
Betsy Chesser

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