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ROGERS, BOWERS, DEMPSEY AND PALADINO

ATTORNEYS

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WEST PALM BEACH, FLORIDA 33401

ROBERT O. ROGERS  
DAVID E. BOWERS  
W. GLENN DEMPSEY  
RICHARD PALADINO  
ALLISON B. ROGERS

November 16, 2000

TELEPHONE (561) 655-8980  
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Secretary of State  
State of Florida  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32301

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-11/20/00--01128--003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

In re: Articles of Incorporation of Palm Beach Warbirds, Inc.

To Whom It May Concern:

Please find enclosed the original and one copy of the Articles of Incorporation for the above-named corporation. Also enclosed is our check in the amount of \$78.75 to cover the filing fee, certified copy of the Articles and Registered Agent Designation.

If you have any questions, please call.

Sincerely,

ROGERS, BOWERS, DEMPSEY AND PALADINO

  
Robert O. Rogers

ROR:jiw  
Enclosures - a/s

FILED  
NOV 20 PM 1:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

F. CHESSE

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**ARTICLES OF INCORPORATION**  
**OF**  
**PALM BEACH Warbirds, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of this Corporation is PALM BEACH Warbirds, INC.

**ARTICLE II - PRINCIPAL PLACE OF BUSINESS**

The principal place of business of the Corporation is 2101 - 45<sup>th</sup> Street, West Palm Beach,  
Florida 33407.

**ARTICLE III - DURATION**

This Corporation shall exist perpetually commencing as of the date these Articles are filed with  
the Secretary of State's office.

**ARTICLE IV - PURPOSE**

This Corporation is organized for the purpose of conducting any and all lawful business for  
which corporations may be organized under the Florida General Corporation Law.

**ARTICLE V - CAPITAL STOCK**

The Corporation shall have the authority to issue Ten Thousand (10,000) shares of common  
stock, each having a par value of One Dollar (\$1.00) per share.

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is 2101 - 45<sup>th</sup> Street, West Palm Beach, Florida 33407, and the name of the initial registered agent of this Corporation at that address is Charles W. Schooley, III.

**ARTICLE VII - BOARD OF DIRECTORS**

The Corporation shall have one (1) director initially. The number of directors may be increased from time to time by the bylaws, but shall never be less than one (1). The name and address of the initial director of this Corporation is:

Charles W. Schooley, III  
2101 - 45<sup>th</sup> Street  
West Palm Beach, Florida 33407

**ARTICLE VIII - INCORPORATOR**

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

Charles W. Schooley, III  
2101 - 45<sup>th</sup> Street  
West Palm Beach, Florida 33407

**ARTICLE IX - OFFICERS**

The following named person shall be the officers of this Corporation from its inception and until his successors are duly elected and qualified:

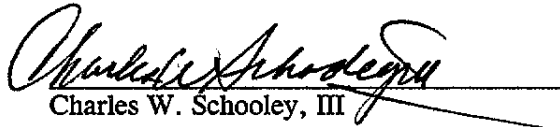
President/Secretary: Charles W. Schooley, III

**ARTICLE X - INDEMNIFICATION**

This corporation shall, to the fullest extent permitted by the provisions of the Florida General Corporation Law, as the same may be amended and supplemented, indemnify any and all persons


whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaws, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in their official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors and administrators of such a person.

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

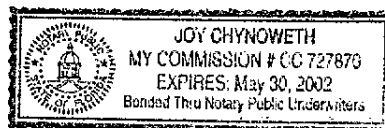
  
Charles W. Schooley, III

STATE OF FLORIDA                     )  
   )  
COUNTY OF PALM BEACH         )

The foregoing instrument was acknowledged before me, this 16 day of NOV., 2000, by Charles W. Schooley, III, who is personally known to me.

  
Notary Public State of Florida

[NOTARIAL SEAL]



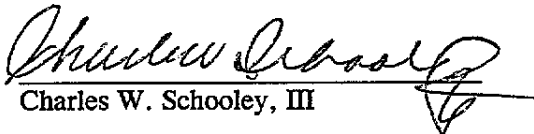
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, Palm Beach Warbirds, Inc. desiring 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 West Palm Beach, County of Palm Beach, State of Florida, has named Charles W. Schooley, III whose address is 2101 - 45<sup>th</sup> Street, West Palm Beach, Florida 33407, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named as the registered agent for the above state Corporation at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of laws of the State of Florida relative to keeping said office open.

Dated: November 16, 2000

  
Charles W. Schooley, III

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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