

FROM S GOLDSMITH ATTY 941 955 4997

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Division of Corporations

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Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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To:

Division of Corporations

Fax Number : (850) 205-0381

From:

Account Name : STANLEY A. GOLDSMITH, ATTORNEY AT LAW

Account Number : I20000000069

Phone : (941) 955-4990

Fax Number : (941) 955-4997

FLORIDA PROFIT CORPORATION OR P.A.

FLIGHT DESTINY, INC.

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ARTICLES OF INCORPORATION

of

FLIGHT DESTINY, INC.

FIRST:

The name of the Corporation shall be FLIGHT DESTINY, INC. The principal mailing address of the Corporation is 1605 Main Street, Suite 1001, Sarasota, Florida 34236.

SECOND:

The purposes for which the Corporation is formed are any and all lawful purposes for which a corporation may be formed pursuant to the laws of the State of Florida and the United States.

THIRD:

The Corporation shall be authorized and empowered to issue TEN THOUSAND (10,000) shares of common stock.

FOURTH:

The mailing address of the Registered Office of the Corporation is 1605 Main Street, Suite 1001, Sarasota, Florida 34236.

FIFTH:

The Registered Agent for the Corporation shall be:

STANLEY A. GOLDSMITH
1605 Main Street, Suite 1001
Sarasota, Florida 34236

SIXTH:

To the Incorporators of FLIGHT DESTINY, INC.:

I understand my obligations as your Registered Agent and hereby accept appointment as your Registered Agent in accordance with F.S. 48.091.

4/16/01
Date

Stanley A. Goldsmith
Stanley A. Goldsmith

SEVENTH:

The initial Board of Directors of the Corporation shall consist of two (2) Members:

CRAIG S. BERNTSEN
696 Dolphin Road
Venice, Florida 34293

RENE A. BERNTSEN
696 Dolphin Road
Venice, Florida 34293

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EIGHTH:

The Incorporators of FLIGHT DESTINY, INC., who by their signatures hereby acknowledges the adoption of these Articles of Incorporation, are:


CRAIG S. BERNTSEN
696 Dolphin Road
Venice, Florida 34293


RENE A. BERNTSEN
696 Dolphin Road
Venice, Florida 34293

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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STATE OF FLORIDA)
COUNTY OF SARASOTA) ss:

The foregoing Articles of Incorporation of FLIGHT DESTINY, INC., were acknowledged before me this 16th day of April, 2001, by STANLEY A. GOLDSMITH as Registered Agent. He is personally known to me or has produced _____ as identification and did not take an oath. If no type of identification is indicated, the above-named person is personally known to me.

 Leslie J. Pasquini
My Commission CC895219
Expires December 13, 2003


Signature of Notary Public
Leslie Pasquini
Print Name of Notary Public
I am a Notary Public of the State of
Florida, and my commission
expires on 12/13/03.

The foregoing Articles of Incorporation of FLIGHT DESTINY, INC., were acknowledged before me this 16th day of April, 2001, by CRAIG S. BERNSTEN and RENE A. BERNSTEN, as Incorporators. They are personally known to me or have produced Florida Drivers License as identification and did not take an oath. If no type of identification is indicated, the above-named persons are personally known to me.

 STANLEY A. GOLDSMITH
MY COMMISSION # CC 871387
EXPIRES: December 13, 2003
Bonded True Notary Public Underwriters


Signature of Notary Public
STANLEY A. GOLDSMITH
Print Name of Notary Public
I am a Notary Public of the State of
Florida, and my commission
expires on 12/13/03.