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May 10, 2001

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

500004211835--1
-05/11/01--01079--004
****157.50 *****78.75

RE: Articles of Incorporation of **Sonshine Aircraft, Inc.**

Dear Sir:

Enclosed please find the original and one (1) copy of the Articles of Incorporation and the Certificate Designating Place of Business or Domicile for the Service of Process with regard to the above referenced corporation. I have also enclosed a check for \$157.50 to cover the cost of filing same and for a certified copy of the Articles which we request you return to us.

Thank you for your cooperation in this matter and should you have any questions with regard to the enclosed, please do not hesitate to contact me.

Very truly yours,

James B. Denman

JBD/tls

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001 MAY 11 11 PM 11:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

G. BULLOCK MAY 17 2001

(5)

**ARTICLES OF INCORPORATION
OF
SONSHINE AIRCRAFT, INC.**

ARTICLE I

The name of this corporation is **Sonshine Aircraft, Inc.**

ARTICLE II

The duration of this corporation is perpetual.

ARTICLE III

The general purposes for which this corporation is organized are:

1. To engage in the business of ownership and pleasure use of aircraft.
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act.
3. To do such other things as are incidental to the foregoing or necessary or desirable to accomplish the foregoing.

ARTICLE IV

The principal office and mailing address of the corporation is 2740 N.E. 9th Court, Pompano Beach, Florida 33062.

ARTICLE V

The aggregate number of shares which the corporation is authorized to issue six hundred (600). Such shares shall be of a single class, and shall have a par value of one dollar (\$1.00) per share.

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TALLAHASSEE, FLORIDA

ARTICLE VI

The street address of the initial registered office of the corporation is 2740 N.E. 9th Court, Pompano Beach, Florida, and the name of its initial registered agent at such address is Peter J. Clifford.

ARTICLE VII

The number of directors constituting the initial Board of Directors of the corporation is three
(3). The name and address of each person who is to serve as a member of the initial Board of Directors is:

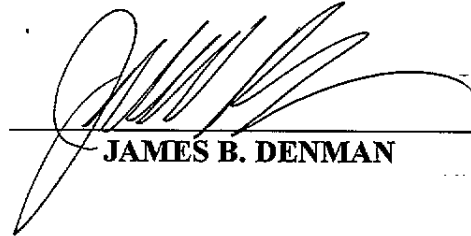
<u>Name</u>	<u>Address</u>
Peter J. Clifford	2740 N.E. 9th Court Pompano Beach, Florida 33062
Jameson T. Clifford	2740 N.E. 9th Court Pompano Beach, Florida 33062
Marsha S. Clifford	2740 N.E. 9th Court Pompano Beach, Florida 33062

ARTICLE VIII

The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
James B. Denman	Suite 208, Coastal Tower 2400 E. Commercial Boulevard Fort Lauderdale, Florida 33308

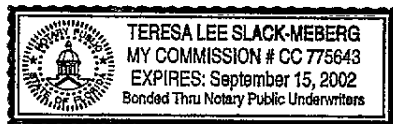
EXECUTED by the undersigned at Ft. Lauderdale, Broward County, Florida on this 8th day of May, 2001

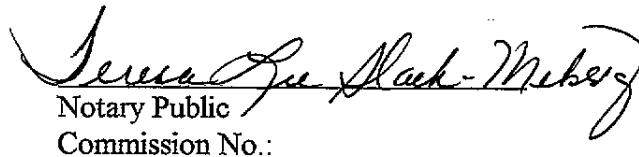

JAMES B. DENMAN

STATE OF FLORIDA
COUNTY OF BROWARD

PERSONALLY appeared before the undersigned authority on the 8th day of May, 2001 before me a Notary Public duly authorized in the State and County of aforesaid to take acknowledgements, **James B. Denman**, known to be the person described as a subscriber in the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed to and executed said Articles of Incorporation.

WITNESS my hand and official seal the day and year last aforesaid.




Notary Public
Commission No.:

My Commission Expires:

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

In pursuance of Chapter 48.091, *Florida Statutes*, the following is submitted in compliance with said Act.

First, that **Sonshine Aircraft, Inc.**, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the City of Pompano Beach, County of Broward, State of Florida, has named **Peter J. Clifford**, located at 2740 N.E. 9th Court, Pompano Beach, Florida 33062, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT AND ACCEPTANCE

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


(SEAL)
PETER J. CLIFFORD
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA