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*Wolcott & Associates, P.A.*  
*Certified Public Accountants*



*Members of:*  
*American Institute of Certified Public Accountants*  
*Florida Institute of Certified Public Accountants*  
*National Business Aviation Association - Tax Committee*

September 21, 2001

Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

RE: Incorporation of Second Wind Aircraft, Inc.

200004608742--3  
-09/24/01--01113--012  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Ladies and Gentlemen:

Enclose for filing on an expedited basis, please find an original and one copy of the Articles of Incorporation for Second Wind Aircraft Inc., along with this firm's check in the sum of Seventy Eight and 75/100 United States Dollars (US\$78.75) and made payable to the Florida Secretary of State, Division of Corporations to cover the required filing fee.

Please return a certified copy of the Articles of Incorporation to the undersigned in the self-addressed, stamped envelope provided for that purpose.

Thank you in advance for prompt attention to this matter. Should have any questions, please do not hesitate to contact me at 954-763-9363.

Cordially,

WOLCOTT & ASSOCIATES, P.A.

Ted R. Wolcott, C.P.A.

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

enclosure

A Member of the Aviation Professionals Group

T. Burch

SEP 25 2001

**ARTICLES OF INCORPORATION**  
OF  
**SECOND WIND AIRCRAFT, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I**

The name of the corporation shall be:

**Second Wind Aircraft, Inc.**

**ARTICLE II**

The corporation's principal place of business shall be located in the City of Fort Lauderdale, Broward County, Florida, and its mailing address shall be as follows:

Second Wind Aircraft, Inc.  
c/o Jed R. Wolcott  
Wolcott & Associates, P.A.  
1041 Southeast 17<sup>th</sup> Street  
Mailbox 16  
Fort Lauderdale, FL 33316-2124

**ARTICLE III**

The aggregate number of shares that the corporation shall have authority to issue and to have outstanding at any one time is 100 shares. All such shares shall be of a single class, designated as common with a par value of \$1.00.

**ARTICLE IV**

Pursuant to the provisions of sections 607-0501, Florida Statutes, the registered agent of the corporation is Jed R. Wolcott, and the registered street address is:

1041 Southeast 17<sup>th</sup> Street, Penthouse  
Fort Lauderdale, FL 33316

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TALLAHASSEE, FLORIDA

**ARTICLE V**

The initial Board of Directors shall have one (1) member, whose name and address is as follows:

Jeffrey L. Jones  
1256 Bennington Way  
Dandridge, Tennessee 37725

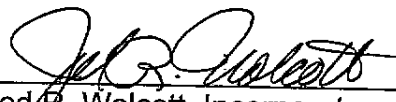
The number of directors may be raised and lowered by amendment of the bylaws of the corporation, but in no case shall be less than one.

**ARTICLE VI**

The incorporator of this corporation is Jed R. Wolcott, whose street address is:


Wolcott & Associates, P.A.  
1041 Southeast 17<sup>th</sup> Street  
Fort Lauderdale, FL 33316-2124

DATED this 21<sup>st</sup> day of September, 2001.

  
Jed R. Wolcott, Incorporator

HAVING BEEN NAMED AS THE REGISTERED AGENT and to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provision of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

DATED this 21<sup>st</sup> day of September, 2001.

  
Jed R. Wolcott, as Registered Agent