

*Law Offices Of*  
**R. PATRICK PHILLIPS**

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200 N. THORNTON AVENUE

ORLANDO, FL 32801-2164

R. PATRICK PHILLIPS  
Board Certified  
Aviation Law

November 20, 2001

Secretary of State  
Division of Corporations  
Attn: Registration Section  
409 E. Gaines Street  
Tallahassee, Florida 32399

Re: CHP-Wings, Inc.

700004692907--4  
-11/26/01--01043--002  
\*\*\*\*\*78.25 \*\*\*\*\*78.25

Dear Madam:

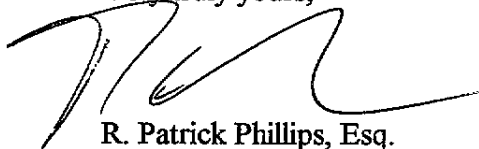
Please find enclosed the following documents:

1. Articles of Incorporation, CHP-Wings, Inc.
2. Certificate of Designation of Registered Agent/Registered Office
3. Check Number 4760 in the amount of \$78.25:
  - a) Filing fee \$35.00
  - b) Certified copy \$8.75
  - c) Registered Agent Designation \$35.00

Please forward back to me the certified copy.

Thank you for your assistance in this matter.

Very truly yours,



R. Patrick Phillips, Esq.

RRP/hmr  
enc.  
cc: Margaritha Holl

**FILED**  
2001 NOV 26 PM 1:43  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

11/28/01

**ARTICLES OF INCORPORATION  
OF  
CHP-Wings, Inc.**

**FILED**

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE I - NAME OF CORPORATION**

The name of this corporation is **CHP-Wings, Inc.**

**ARTICLE II - PURPOSES**

This corporation is organized for the purpose of transacting any or all lawful business pursuant to the provisions of Chapter 607, Florida Statutes.

**ARTICLE III - CAPITAL STOCK**

The maximum number of shares this corporation is authorized to issue is 7,000, all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share upon all matters on which shareholders have the right to vote.

**ARTICLE IV - PRINCIPAL OFFICE**

The street address of the initial principal office of this corporation is 200 North Thornton Avenue, Orlando, Florida 32801-2164. The mailing address of the corporation is 200 North Thornton Avenue, Orlando, Florida 32801-2164.

**ARTICLE V - DURATION**

This corporation shall exist perpetually unless sooner dissolved according to law.

**ARTICLE VI - REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 200 N. Thornton Avenue, Orlando, Florida 32801-2164, and the name of its initial registered agent at such address is R. Patrick Phillips, Esquire.

## ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two Directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the initial Director of this corporation is:

Alfred Muller

Oberfeldring 2  
8905 Arni/AG  
Switzerland

Peter Hubner

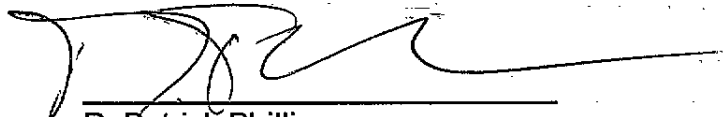
Seewadelstr. 30  
8910 Affoltern am Albis/ZH  
Switzerland

## ARTICLE VIII - INCORPORATOR

The name and address of the person signing these ARTICLES OF INCORPORATION is:

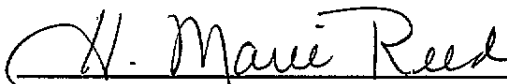
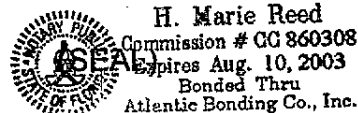
R. Patrick Philips  
200 N. Thornton Avenue  
Orlando, Florida 32801-2164

IN WITNESS WHEREOF, the undersigned subscriber has executed these ARTICLES OF INCORPORATION this 20 day of November, 2001.

  
\_\_\_\_\_  
R. Patrick Phillips

STATE OF FLORIDA  
COUNTY OF ORANGE

BEFORE ME, on the 20 day of November, 2001, personally appeared R. Patrick Phillips, who is personally known to me, and who acknowledged before me that he executed same.

  
\_\_\_\_\_  
NOTARY PUBLIC, State of Florida at Large

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

Pursuant to Chapter 48.091 and 607.0501, Florida Statutes, the following is submitted in compliance with said Act.

FIRST: That **CHP-Wings, Inc.**, desiring to organize under the laws of the State of Florida, with its registered offices located at 200 N. Thornton Avenue, Orlando Florida 32801, has named R. Patrick Phillips, Esquire as its registered agent to accept service of process within this State.

SECOND: Having been named as registered agent and to accept service of process for the above-named corporation, at the place designated in this Certificate, I hereby accept the appointment as registered agent and agree to act in that capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
R. Patrick Phillips, Esquire

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