

PR1000121019



ACCOUNT NO. : 072100000032

REFERENCE : 507725 4301231

AUTHORIZATION :

*Patricia Pizeto*

COST LIMIT : \$ 70.00

ORDER DATE : December 21, 2001

ORDER TIME : 10:42 AM

ORDER NO. : 507725-005

CUSTOMER NO: 4301231

CUSTOMER: Mr. Michael E. Landskroner  
Kelley, Drye & Warren LLP

101 Park Avenue  
30th Floor  
New York, NY 10178-0062

01 DEC 24 PM 2:13  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: QUICK FLIGHT INC.

600004737496--6

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
       ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder - EXT. 1114

EXAMINER'S INITIALS:  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

01 DEC 24 AM 11:40

RECEIVED

*PS 12/26/01*

ARTICLES OF INCORPORATION

OF

QUICK FLIGHT INC.

FILED

01 DEC 24 PM 2:14

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**THE UNDERSIGNED** does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

**FIRST:** The corporate name for the corporation is Quick Flight Inc. (the "Corporation").

**SECOND:** The street address, wherever located, of the principal office of the Corporation is 230 South County Road, Palm Beach, FL 33480.

The mailing address, wherever located, of the Corporation is 230 South County Road, Palm Beach, FL 33480.

**THIRD:** The number of shares that the Corporation is authorized to issue is one hundred (100), all of which are \$0.01 par value per share and are of the same class and are Common shares.

**FOURTH:** The street address of the initial registered office of the Corporation in the State of Florida is c/o Corporation Service Company, 1201 Hays Street, Tallahassee, Florida 32301.

The name of the initial registered agent of the Corporation at the said registered office is Corporation Service Company.

The written acceptance of the said initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

**FIFTH:** The name and the address of the incorporator are:

NAME

ADDRESS

Jeffrey Katz, Esq.

Kelley Drye & Warren LLP  
101 Park Avenue  
New York, NY 10178

**SIXTH:** The purposes for which the Corporation is organized are as follows:

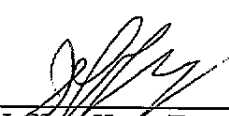
To engage in any lawful business for which corporations may be organized under the Florida Business Corporation Act.

**SEVENTH:** The duration of the Corporation shall be perpetual.

**EIGHTH:** The Corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, 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 Bylaw, vote of shareholders or disinterested directors, or otherwise, both as to action in his 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, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

**NINTH:** The corporate existence of the Corporation shall begin on the date of filing

Signed on December 21, 2001

  
\_\_\_\_\_  
Jeffrey Katz, Esq., Incorporator

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above-named Corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this 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.

**CORPORATION SERVICE COMPANY**

By: Deborah D. Skipper

Date: **Deborah D. Skipper**  
Asst. V. Pres.

12/24/2001