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GULFSTREAM TRAINING ACADEMY, INC.

May 20, 2002

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

FILED
02 MAY 21 PM 2:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Gentlemen:

Enclosed you will find four separate packets for filing with the Division of Corporations. The four individual packets include the following documents:

I. Packet #1 - **ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF GULFSTREAM ACADEMY OF AERONAUTICS, INC.** This is to effectuate a name change from Gulfstream Academy of Aeronautics, Inc. to Gulfstream Air Charter, Inc. In addition to the Articles of Amendment, there is a check to cover the filing fees in the amount of \$43.75. Also an Affidavit from the Chairman of the Board of Directors that authorizes immediate assumption of this name by another corporation is included.

II. Packet #2 - **ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF GULFSTREAM TRAINING ACADEMY, INC.** This is to effectuate a name change from Gulfstream Training Academy to Aero Group Associates, Inc. In addition to the Articles of Amendment, there is a check to cover the filing fees in the amount of \$43.75. Also, an Affidavit from the Chairman of the Board of Directors that authorizes immediate assumption of this name by another corporation is included.

III. Packet #3 - **ARTICLES OF INCORPORATION OF GULFSTREAM TRAINING ACADEMY, INC.** These articles shall establish a new corporation under the name of Gulfstream Training Academy, Inc. which name is made available through an Affidavit allowing such use (a copy of which is attached). Additionally, there is a check in the amount of \$87.50 to cover filing fees along with a transmittal letter.

IV. Packet #4 - **ARTICLES OF INCORPORATION OF GULFSTREAM ACADEMY OF AERONAUTICS, INC.** These articles shall establish a new corporation under the name of Gulfstream Academy of Aeronautics, Inc., which name is made available

5

Department of State

Page 2

May 20, 2002

through an Affidavit allowing such use (a copy of which is attached). Additionally, there is a check in the amount of \$87.50 to cover filing fees along with a transmittal letter.

Please file these in sequential order from Packet #1 through Packet #4.

Should you have any questions, please give me a call at (954) 266-3000, Ext. 248.

Thank you for your time and effort in this matter.

Sincerely,

A handwritten signature in cursive script, appearing to read "T. P. Cooper".

Thomas P. Cooper
Director and/or Incorporator
of all above referenced corporations

TPC/eal

Encls.

AFFIDAVIT

FILED

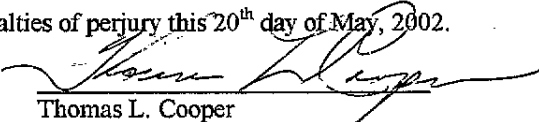
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BE IT ACKNOWLEDGED, that Thomas L. Cooper, Chairman of the Board of Directors of Gulfstream Training Academy, Inc., the undersigned deponent, being of legal age, does hereby depose and say under oath as follows:

1. That I am the current Chairman of the Board of Directors of Gulfstream Training Academy, Inc.
2. That Gulfstream Training Academy, Inc. has filed an Amendment to the Articles of Corporation to change the name of the corporation to Aero Group Associates, Inc.
3. That I do hereby authorize the immediate assumption of this corporation name for use by the entity to be known as Gulfstream Training Academy, Inc., a copy of the Articles of Incorporation is attached herewith.

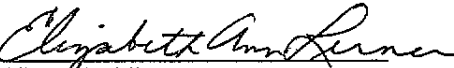
FURTHER AFFIANT SAYETH NOT

Witness my hand under the penalties of perjury this 20th day of May, 2002.

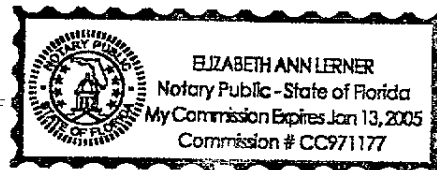

Thomas L. Cooper
Chairman of the Board of Directors
Gulfstream Training Academy, Inc.
1815 Griffin Road, Suite 400
Dania, Florida 33004

STATE OF FLORIDA
COUNTY OF BROWARD

Subscribed and Sworn before me this 20th day of May, 2002.


Notary Public

My commission expires: 1-13-2005



**ARTICLES OF INCORPORATION
OF
GULFSTREAM TRAINING ACADEMY, INC.**

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TALLAHASSEE FLORIDA

ARTICLE I – NAME

The name of the corporation shall be: Gulfstream Training Academy, Inc.

ARTICLE II – PRINCIPAL OFFICE

The principal place of business is: 1815 Griffin Road, Suite 400
Dania, Florida 33004

ARTICLE III – PURPOSE

The purpose for which the corporation is organized is to engage in any lawful activity.

ARTICLE IV – SHARES

The number of shares of stock that the corporation is authorized to issue is 100 shares of common stock.

ARTICLE V – INITIAL DIRECTORS

The name and addresses of the initial directors is:

1. Thomas L. Cooper
1815 Griffin Road, Suite 400
Dania, Florida 33004
2. Thomas P. Cooper
1815 Griffin Road, Suite 400
Dania, Florida 33004

ARTICLE VI – REGISTERED AGENT

The name and street address of the registered agent is:

Thomas P. Cooper
1815 Griffin Road, Suite 400
Dania, Florida 33004

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Thomas P. Cooper, Registered Agent

May 20, 2002

ARTICLE VII – INCORPORATOR

The name and address of the incorporator is:

Thomas P. Cooper
1815 Griffin Road, Suite 400
Dania, Florida 33004



Thomas P. Cooper, Incorporator

May 20, 2002

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TALLAHASSEE FLORIDA