

PO20000089463

August 12, 2002

Secretary of State
Corporate Division
2019 Vanderbilt Point
Longwood, FL 32779

100007172061--8
-08/16/02--01065--005
*****78.75 *****78.75

Enclosed please find original and one copy of Articles of Incorporation for Johary Aviation, Inc.
and check in the amount of \$78.75.

Please file these articles and return a certified copy to me.

Thank you,

C.F. Johary
2019 Vanderbilt Point
Longwood, FL 32779

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02 AUG 16 AM 9:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

JOHARY AVIATION, INC.

The undersigned subscribers to these articles of incorporation, each a natural person, competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I NAME

The name of the corporation is:

JOHARY AVIATION, INC.

ARTICLE II NATURE OF BUSINESS

The general nature of the business and the objects and purposes proposed to be transacted and carried on are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, viz:

(A) To operate a facility for aircraft and any and all other matters and businesses allowable for general aviation and to do any and all matters, including erection or purchase of material to put this in place.

(B) To improve, buy, sell, exchange, mortgage, rent, lease, invest in, build, erect, equip, maintain, deal in and with, dispose of, manage and operate real property, both improved and unimproved, and personal property of whatever nature or kind, as owner, agent, factor, or broker; to build, construct and alter houses, buildings and structures of whatever nature of kind, and to develop real property, to lend money upon real and personal property and to take mortgages and bonds, and assignment or mortgages and bonds upon real and personal property of whatever nature and kind; and to borrow money thereon by mortgage or otherwise; to buy, sell and deal in bonds and loans secured by mortgages or other liens on real property or personal property of all kinds and descriptions;

(C) To acquire, hold, undertake and fully exploit the goodwill, property, rights, franchises, and assets of every kind, and the liabilities of any person, firm, association or corporation, either wholly or partly, and to pay for the same in cash, stocks or bonds of the Company or otherwise. And to do any and all acts tending to increase the value of the property held by the Company.

(D) To borrow money and contract debts when necessary in the purchase or acquisition of real, personal and intangible property, business rights or franchises, or for additional working

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capital, or for any other object in or about its business or affairs and without a limit as to amount, to incur debts and to raise, borrow and secure the payment of money in a lawful manner, including the issue and sale of other disposition of bonds, warrants, debentures, obligations, negotiable and transferrable instruments and evidences of indebtedness of all kinds, whether secured by mortgage, pledge, deeds of trust or otherwise.

(E) In any manner to acquire, enjoy, utilize and to dispose of patents, copyrights and trademarks, and any license or other right or interest therein and thereunder.

(F) To conduct business and operations and to have one or more offices and hold, purchase, mortgage, lease, dispose of, deal in, and convey real and personal property without restrictions in this state and in any other of the several states, territories, possessions and dependencies of the United States, the District of Columbus, and in any and all foreign countries.

(G) To engage in and carry on any advertising business in connection with property of any nature, owned, leased or otherwise acquired by this corporation, as principal and agent, with powers to let contracts for any such advertising and to make and carry out contracts of every kind and nature that may be conducive to the accomplishment of any purposes of the corporation.

(H) To do any and all things, necessary and proper for the accomplishment of the objects enumerated in these Articles of Incorporation or any amendment thereto and in general to carry on any lawful business necessary to the attainment of the objects of the corporation, whether or not such business is similar in nature to the objects set forth herein, to do any and all acts tending to increase the value of the property held by the Company. It being understood that the enumeration of specific powers in these Articles of Incorporation will not be deemed to the exclusive, but all other lawful powers conferred by the statutes of the state of Florida are hereby included.

ARTICLE III CAPITAL STOCK

The maximum number of shares of the stock that this corporation is authorized to have outstanding at anyone time is Five Hundred (500) shares of common stock, no par value.

All of said stock will be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation.

ARTICLE IV INITIAL CAPITAL

The amount of capital with which this corporation will begin is Five Hundred (\$500.00) Dollars.

ARTICLE V TERM OF EXISTENCE

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

ARTICLE VI ADDRESS

The initial street address of the principal office of the corporation in the State of Florida, is 2019 Vanderbilt Pt., Longwood, FL 32779. The Board of Directories may from time to time move the principal office to any other address in Florida.

ARTICLE VII DIRECTORS

The corporation will have not less than one nor more than nine directors, initially. The number of directors may be increased or diminished from time to time, bylaws adopted by the stockholders, but will never be less than one.

ARTICLE VIII INITIAL DIRECTORS

The names and street addresses of the members of the first Board of Directors are:

C. F. JOHARY, 2019 Vanderbilt Pt., Longwood, FL 32779.

ARTICLE IX SUBSCRIBERS

The names and street addresses of each subscriber of these Articles of Incorporation are:

C. F. JOHARY, 2910 Vanderbilt Pt., Longwood, FL 32779

ARTICLE X AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment will be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by 100% of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation has been made.

The directors of the corporation will have the power to make or amend the bylaws and to fix any amount to be reserved for working capital.

The private property of the stockholder will not be subject to the payment of the corporate debts in any extent whatsoever. The corporation will have a first lien on the shares of its members and upon the dividends due them for any indebtedness or such members of the corporation.

ARTICLE XI

The stockholders of this corporation may divide themselves into groups for the purpose of obtaining unit control in the corporation, and when any agreement is made between stockholders owning at least seventy five (75%) percent of the stock then outstanding in the corporation, such agreement will be binding upon the corporation, will be recognized by the directors and will be observed by the officers and agents of the company, and particularly, the stockholders are authorized to include in such agreements entered into between themselves provision which will confer upon individual groups the power to elect certain numbers of directors, and, in particular, stockholders may include in the agreement between themselves the following as valid matters of agreement, to-wit:

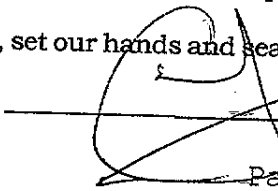
- (1) The manner and method in which the persons by whom directors may be elected;
- (2) Any limitation upon the transferability of assignment of the stock;
- (3) The conferring of preemptive rights of purchase upon stockholders on conditions precedent to the sale of any other stocks;
- (4) Any matter relating to effectuating the purpose included in any of the foregoing matters.

Agreements between stockholders will continue binding upon the corporation until there is filed with each office of the corporation a written instrument signed by the persons who originally created such stockholders' agreement (or their successors in ownership, providing such a succession in ownership will have been accomplished in accordance with the terms of the stockholder's agreement) consenting to the revocation and cancellation of the agreements among the stockholders.

ARTICLE XII ELECTION FOR TAX PURPOSES

At the election of the officers of this corporation, this corporation may be qualified as a Sub Chapter S corporation pursuant to the laws of the United States and the Internal Revenue Service. This provision will be applicable only if the business in which the corporation engages qualified for such tax treatment under the laws of the United States.

IN WITNESS WHEREOF, we, the undersigned, being each of the original subscribers to the capital stock, for the purpose of forming a corporation to do business within and without the state of Florida, under the laws of Florida, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, set our hands and seals this 13 day of August, 2002.


(SEAL)
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STATE OF FLORIDA

COUNTY OF MARION

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the state and county named above to take acknowledgments, personally appeared **C.F. Johary** to me known to be the persons described as subscriber and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Belleview, Marion County, Florida, this 1st day of August, 2002.



Gloria I. Holloway
Commission # CG 860252
Expires Sep. 22, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

Gloria I. Holloway

Notary Public, State of Florida

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

C.F. Johary, 2019 Vanderbilt Pt., Longwood, FL 32779

IN PURSUANCE OF CHAPTER 48.091 FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED IN COMPLIANCE WITH SAID ACT:

FIRST--That desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at City of Belleview, County of Marion, State of Florida, has named

C.F. Johary, 2910 Vanderbilt Pt., Longwood, FL 32779

as its agent to accept service of process within the state of Florida.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in the certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said act relative to being available for process.

By: _____

C.F. Johary

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