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Law Offices of ANTONINA VAZNELIS, P.A.

Member of The Florida and Montana Bar

November 18, 2002

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

RE: FREEDOM AVIATION OF AMERICA, INC.

Dear Madam or Sir:

Enclosed for filing are the Articles of Incorporation of FREEDOM AVIATION OF AMERICA, INC., along with a copy to be returned certified to the undersigned. Also enclosed for filing is a signed Certificate of Designation of the Registered Agent for the corporation. Check no. <u>2647</u> in the sum of \$78.75 is attached to cover filing fees, registered agent designation and certified copy costs. Please return the copies to the undersigned attorney for the corporation.

Thank you for your prompt attention to this request.

Very truly yours,

Antonina Vaznelis,

AV:scw

Enclosure

cc: Kenneth W. Chase

Please Reply To:

□Hernando Office 7070 Mariner Blvd. Spring Hill, FL 34606 (352) 597-7363 ARTICLES OF INCORPORATION

ARTICLES OF INCORPORATION

OF

FREEDOM AVIATION OF AMERICA, INC.

In compliance with the requirements of F.S. Chapter 607, the Florida Business Corporation Act, the undersigned, being a natural person, does hereby act as incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I: NAME

The name of the corporation ("Corporation") is **FREEDOM AVIATION OF AMERICA, INC.**

ARTICLE II: PRINCIPAL OFFICE

The address of the principal office of this corporation is 7322 Brightwaters Court, New Port Richey, Florida 34652; the corporation's mailing address is the same.

ARTICLE III: CAPITAL STOCK

The maximum number of shares that this corporation is authorized to issue is one thousand (1,000) shares having a par value of one dollar (\$1.00) per share, all of which shall be Common Shares.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Kenneth W. Chase, 7322

Brightwaters Court, New Port Richey, Florida 34652.

ARTICLE V: INCORPORATOR

The name and street address of the person signing these Articles of Incorporation

is Kenneth W. Chase, 7322 Brightwaters Court, New Port Richey, Florida 34652.

ARTICLE VI: DIRECTORS

The initial board of directors shall consist of one (1) member. The name and

address of the person who will serve on the initial board of directors is Kenneth W.

Chase, 7322 Brightwaters Court, New Port Richey, Florida 34652.

ARTICLE VII: PURPOSE

The purpose of the corporation is to engage in the commercial business of aircraft

leasing and other legal purposes, pursuant to Chapter 607, Florida Statutes.

ARTICLE VIII: EFFECTIVE DATE

The date on which this Corporation shall become effective and commence

business operations is immediately upon filing of these Articles of Incorporation.

The undersigned have executed these Articles of Incorporation this 18th day of

November, 2002.

KENNETH W. CHASE

INCORPORATOR

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

STORING STATE STATE Pursuant to the provisions of section 607.0501, Florida Statutes, the mention Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1. The name of the corporation is **FREEDOM AVIATION OF AMERICA, INC.**
- 2. The name and address of the registered agent and office is Kenneth W. Chase, 7322 Brightwaters Court, New Port Richey, Florida 34652.

HAVING BEEN NAMED AS 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 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.

NOVEMBER 18, 2002