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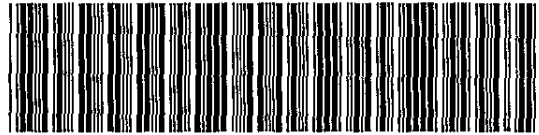
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November 3, 2003

Secretary Of State
Division Of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Dolphin Air of DeSoto County, Inc.

Gentlemen:

Enclosed please find the original Articles of Incorporation and a copy,
together with a check in the amount of \$70.00.

This represents the cost of the filing fees and the fee for the registered agent
designation for the above named corporation.

Sincerely,


Cheryl A. Reuter, EA

Enclosures

ARTICLES OF INCORPORATION OF

Dolphin Air of DeSoto County, Inc.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME AND ADDRESS

The name of the corporation is:

Dolphin Air of DeSoto County, Inc.

The corporate address is:

7543 Environmental Lab
Arcadia, FL 34266

The mailing address is:

7543 Environmental Lab
Arcadia, FL 34266

ARTICLES II - DURATION

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

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TALLAHASSEE, FLORIDA

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue five thousand shares (5,000) of one Dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Agent of this Corporation is:

NAME: Robert J. Wills
ADDRESS: 7543 Environmental Lab
CITY: Arcadia, FL 34266

ARTICLE VI - INITIAL BOARD OF DIRECTORS/OFFICERS

This corporation shall have two (2) directors/officers initially. The number of directors/officers may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial directors/officers of the corporation are as follows:

NAME: Robert J. Wills, President
ADDRESS: 7543 Environmental Lab
CITY: Arcadia, FL 34266

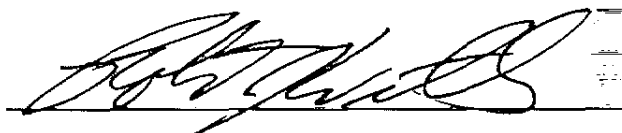
NAME: Patricia A. Onnen, Secretary/Treasurer
ADDRESS: 7543 Environmental Lab
CITY: Arcadia, FL 34266

ARTICLE VII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation are as follows:

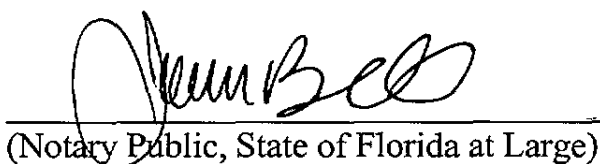
NAME: Robert J. Wills
ADDRESS: 7543 Environmental Lab
CITY: Arcadia, FL 34266

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 3rd day of November, 2003.

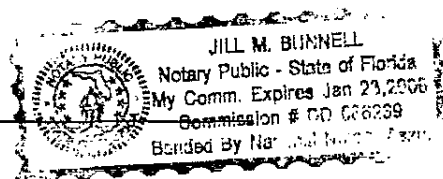


STATE OF FLORIDA
COUNTY OF CHARLOTTE

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Robert J. Wills, known to me and known to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed the Articles of Incorporation. IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 3rd day of November, 2003.



(Notary Public, State of Florida at Large)

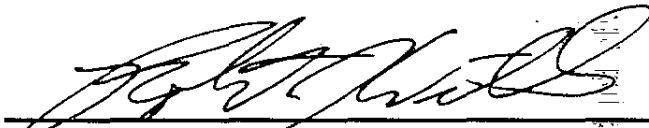


**CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT
OF**

Dolphin Air of DeSoto County, Inc.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.



Robert J. Wills

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