

Division of Corporations

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From:

Account Name : KRAMER A. LITVAK, P.A.
Account Number : I20010000047
Phone : (850) 432-9818
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FLORIDA PROFIT CORPORATION OR P.A.

Pensacola Aviators, Inc.

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**ARTICLES OF INCORPORATION
OF
PENSACOLA AVIATORS, INC.**

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

NAME AND PRINCIPAL OFFICE

The name of this corporation is **PENSACOLA AVIATORS, INC.**, and its principal office is located at 30 Ensenada Marbella, Pensacola Beach, FL 32561, and its mailing address is P.O. Box 1992, Pensacola, FL 32589-1992.

ARTICLE II

DURATION

This corporation shall exist perpetually, commencing upon the date of filing of these Articles of Incorporation.

ARTICLE III

PURPOSE

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$.10 par value common stock, all of one class and series.

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Kramer A. Litvak
Litvak Beasley & Wilson, LLP
220 W. Garden Street, Suite 606
Pensacola, Florida 32502
(850) 432-9818
FL Bar No.:0965881

ARTICLE V

PREEMPTIVE RIGHTS

Every shareholder upon the sale of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of this corporation's initial registered office is 220 West Garden Street, Suit 606, Pensacola, FL 32502 and the name of this corporation's initial registered agent is Kramer A. Litvak.

ARTICLE VII

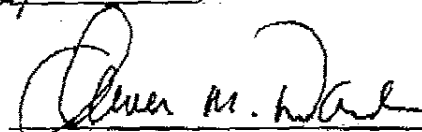
INCORPORATOR

The name and address of the incorporator is Oliver M. Darden, 30 Enscenda Marbella, Pensacola Beach, FL, 32561.

IN WITNESS WHEREOF, the undersigned incorporator has executed these

Articles of Incorporation this ____ day of 6/22, 2004.

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Oliver Darden, Incorporator

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, KRAMER A. LITVAK, am familiar with and hereby accept the appointment as Registered Agent for PENSACOLA AVIATORS, INC., as set forth in the Articles of Incorporation filed simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 22nd day of June, 2004.

(((H04000130213 3)))

Kramer Litvak
KRAMER A. LITVAK

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