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(Requestor's Name)

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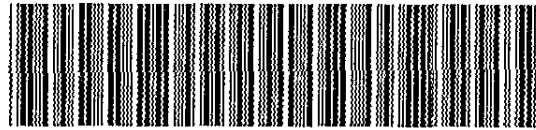
(Business Entity Name)

(Document Number)

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6/29/04

J. JEFFERY SLINGERLAND

Attorney at Law

6856 Caroline Street, Suite 101
Milton, Florida 32570

Phone: (850) 626-4353
Facsimile: (850) 626-4309

June 22, 2004

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32314

Re: COASTAL AIRWAYS, INC.

Dear Sir or Madam:

Enclosed herewith please find the original and one (1) copy of the Articles of Incorporation of COASTAL AIRWAYS, INC., together with our check in the amount of \$122.50 representing:

CORPORATE FILING FEE:	\$ 35.00
CERTIFIED COPY	52.50
RESIDENT AGENT DESIGNATIONS:	<u>35.00</u>
TOTAL:	\$122.50

Should you have any questions or comments, please do not hesitate to contact the undersigned. Thank you for your assistance in this matter.

Sincerely yours,


J. JEFFERY SLINGERLAND

JJS\dkb
Enclosures

cc: client

**ARTICLES OF INCORPORATION
OF
COASTAL AIRWAYS, INC.**

FILED
04 JUN 25 PM 4:34
CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I – NAME

The Name of the Corporation is COASTAL AIRWAYS, INC.

ARTICLE II

The duration of the corporation shall be perpetual. Existence of the corporation shall commence on the date of execution and acknowledgement of these articles.

ARTICLE III – PURPOSES

The corporation is organized for the purpose of all lawful business.

ARTICLE IV

This corporation is authorized to issue 100 shares, all of which shall be common shares with par value of \$1.00.

ARTICLE V – INITIAL REGISTERED AGENT

The street address of the initial registered office and the principal office of this corporation is 5205 Nimitz Road, Milton, Florida 32583, and the name of the initial registered agent of this corporation at that address is DEBRA ATES.

ARTICLE VI – INITIAL BOARD OF DIRECTORS

This corporation shall have four directors initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Rick Roberts	4202 N. Cambridge Ave., Pace, FL 32571
Ken Steber	4615 Avenida Marina, Pensacola, FL 32504
Debra Ates	5205 Nimitz Road, Milton, FL 32583
Cynthia DeMarcus	4845 Jaimee Leigh Drive, Milton, FL 32570

ARTICLE VII – INCORPORATORS

The name and address of the person signing these articles are:

<u>NAME</u>	<u>ADDRESS</u>
Cynthia DeMarcus	4845 Jaimee Leigh Drive, Milton, FL 32570

ARTICLE VIII – BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE IX


This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation, or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, I, CYNTHIA DEMARCUS, the undersigned subscriber and incorporator of this corporation have executed these articles of incorporation on this 22 day of June, 2004.


CYNTHIA DEMARCUS

STATE OF FLORIDA
COUNTY OF SANTA ROSA

The foregoing Articles of Incorporation were acknowledged before me this 22 day of June, 2004, by CYNTHIA DEMARCUS, who is personally well known to me or who produced valid identification in the form of _____.


Notary Public
Kimberly A. Rodgers
Printed Name of Notary
My Commission Expires: 10-25-07



Kimberly A. Rodgers
MY COMMISSION # DD257315 EXPIRES
October 25, 2007
BONDED THRU TROY FAIR INSURANCE INC.

ACCEPTANCE OF REGISTERED AGENT

I, DEBRA ATES, hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


DEBRA ATES

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TALLAHASSEE, FLORIDA