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To:
Division of Corporations
Fax Number : (850) 205-0381

From:
Account Name : YOUR CAPITAL CONNECTION, INC.
Account Number : I20000000257
Phone : (850) 224-8870
Fax Number : (850) 224-7047

FLORIDA PROFIT CORPORATION OR P.A.

S.W. FLORIDA SKYDIVE CLUB, INC.

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ARTICLES OF INCORPORATION

OF

S.W. FLORIDA SKYDIVE CLUB, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is **S.W. FLORIDA SKYDIVE CLUB, INC.**

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is **c/o Robert L. Feldman, Esq., 8900 S.W. 107 Ave., Ste 203, Miami, FL. 33176**

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares having a par value of (\$1.00) per share.

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ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is **Robert L. Feldman, Esq., 8900 S.W. 107 Ave., Suite 203, Miami, FL. 33176**

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is **Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL. 32301.**

ARTICLE VI: OFFICERS & DIRECTORS

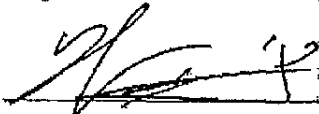
The name and address of the initial Officers and Directors of the corporation are:

Anne-Laure Tourou, 2655 Fernwood Lane S.W., Labelle, FL. 33935

Roy Torgeirson, 2655 Fernwood Lane S.W., Labelle, FL. 33935

The undersigned has executed these Articles of Incorporation this 24th day of January 2005.

"Capital Connection, Inc. by, Weimar Lopez, Client Representative"



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CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned 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: SOUTHWEST FLORIDA SKYDIVING CLUB, INC
2. The name and street address of the registered agent and office is: ROBERT L. FELDMAN, ESQ
8900 SW 107 AVE, SUITE 203
MIAMI, FL 33176

HAVE 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.

Robert L. Feldman

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