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TRANSMITTAL LETTER

Corporate Records Bureau Division of Corporations Department of State Post Office Box 6327 Tallahassee, FL 32301

SUBJECT: TRADE WINDS AVIATION GROUP, INC.

(Proposed corporate name - must include suffix)

Enclosed please find the Articles of Incorporation for the above-named corporation for filing. I have also enclosed a check in the amount of \$87.50 to cover the following:

() \$70.00 Filing Fees

(772) 464-6252

Daytime Telephone number

() \$78.75

Filing Fees & Certificate of Status

() \$78.75 Filing Fee & Certified Copy	(X) \$87.50 Filing Fee, Certified Copy & Certificate of Status	!	
ADDITIONAL COPY REQ	UIRED		
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FROM: OSBORNE WALKER O'QUINN, Attorney at Law Name (Printed or typed)	<u>/</u>	ψ. ;	
112 Orange Avenue		7	15
Address			:. ::
Fort Pierce, Florida 34950 City, State & Zip			.D

ARTICLES OF INCORPORATION

OF

TRADE WINDS AVIATION GROUP, INC.

We, the undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation is TRADE WINDS AVIATION GROUP, INC.

ARTICLE II

DURATION

The term of existence of the corporation is perpetual.

ARTICLE III

PURPOSE

The general nature of the business of the corporation is to engage in any activities regarding the aviation business or in any other capacity authorized by Florida Statutes and to conduct and any and all activities or business permitted under the laws of the United States in Florida.

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is 600, all of which shall be common shares with a par value of \$1.00. The incorporators have entered into a restriction agreement pertaining to the sale of shares to other parties not presently affiliated with this corporation.

ARTICLE V

REGISTERED OFFICE

The street address and mailing address of the initial principal office is 2982 Curtis King Boulevard, Fort Pierce, Florida 34947, and the name of the initial registered agent of the corporation is ERNIE CARNAHAN, whose address is 11470 Carlton Road, Port St. Lucie, Florida 34988.

ARTICLE VI

INCORPORATORS

The names and residence addresses of the subscribers are as follows:

Duane J. Fike, 411 SE Starflower Avenue, Port St. Lucie, FL 34983

Bruce Jerner, 110 SW 5th Street, Stuart, FL 34994

Robert Williams, 28 N. Causeway Drive, Unit #1, Fort Pierce, FL 34946

Robert L. Smith, 2903 Industrial Avenue, #2, Fort Pierce, FL 34946

Robert Leonard, 104 Aqua Ra Drive, Jensen Beach, FL 34957

Ernie Carnahan, 11470 Carlton Road, Fort Pierce, FL 34988

ARTICLE VII

OFFICERS

The names of the officers who are to serve until the first election shall be:

Duane J. Fike

President

Robert L. Smith

Vice President

Bruce Jerner

Secretary/Treasurer

ARTICLE VIII

MANAGEMENT

The affairs of this corporation shall be managed by the shareholders.

ARTICLES IX

SUBCHAPTER S

Each shareholder of this corporation shall, and does hereby consent to the election to be taxed as a Sub Chapter S corporation.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation this 14 day of May, 2005

Duane J. Fike/

Robert L. Smith

Robert Williams

Robert Leonard

Ernie Carnahan

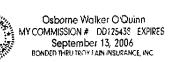
ACCEPTANCE BY REGISTERED AGENT

I am familiar with and accept the duties and responsibilities as registered agent for said corporation. Ernie Carnahan STATE OF FLORIDA COUNTY OF ST. LUCIE BEFORE ME, the undersigned officer, this day personally appeared DUANE J. FIKE, (x) who is personally known to me, and acknowledged before me that he executed these Articles of Incorporation. WITNESS my hand and official seal on this 1 day of March, 2005. Osborne Walker O'Quinn MY COMMISSION # DD125438 EXPIRES September 13, 2006
BONDED THEIR TROY FAIN INSURANCE, INC. NOTARY PUBLIC - State of Florida at Large. STATE OF FLORIDA COUNTY OF ST. LUCIE BEFORE ME, the undersigned officer, this day personally appeared ROBERT L. SMITH, (x) who is personally known to me or () who produced the following identification: and acknowledged before me that he executed these Articles of Incorporation. WITNESS my hand and official seal on this _____ day of March, 2005. Osborne Walker O'Quinn COMMISSION # DD12543S EXPIRES September 13, 2006 BONDED THRU TROY FAIN INSURANCE, INC. NOTARY PUBLIC - State of Florida

STATE OF FLORIDA COUNTY OF ST. LUCIE

BEFORE ME, the undersigned officer, this day personally appeared BRUCE JERNER, who is personally known to me, and acknowledged before me that he executed these Articles of Incorporation.

WITNESS my hand and official seal on this _____day of March, 2005.



NOTARY PUBLIC - State of Florida at Large.

at Large.

STATE OF FLORIDA COUNTY OF ST. LUCIE

BEFORE ME, the undersigned officer, this day personally appeared ROBERT WILLIAMS, () who is personally known to me, and acknowledged before me that he executed these Articles of Incorporation.

WITNESS my hand and official seal on this <u>//</u> day of March, 2005.

Osborne Walker O'Quinn
MY COMMISSION # DD125435 EXPIRES
September 13, 2006
SONDED THPU TROV FAIN INSURANCE, INC

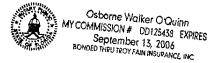
NOTARY PUBLIC - State of Florida at Large.

STATE OF FLORIDA

COUNTY OF ST. LUCIE

BEFORE ME, the undersigned officer, this day personally appeared ROBERT LEONARD, () who is personally known to me, and acknowledged before me that he executed these Articles of Incorporation.

WITNESS my hand and official seal on this / day of March, 2005.



NOTARY PUBLIC - State of Florida at Large.

STATE OF FLORIDA COUNTY OF ST. LUCIE

BEFORE ME, the undersigned officer, this day personally appeared ERNIE CARNAHAN, () who is personally known to me, and acknowledged before me that he executed these Articles of Incorporation.

WITNESS my hand and official seal on this // day of March, 2005.

Osborne Walker O'Quinn

A4Y COMMISSION # DD125433 EXPIRES
September 13, 2006

BONDED THRU TROY FAM INSURANCE, INC.

NOTARY PUBLIC - State of Florida at Large.