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From:

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FLORIDA PROFIT/NON PROFIT CORPORATION

Naples Flight Training , Inc.

Certificate of Status	1
Certified Copy	1
Page Count	01
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Electronic Filing Menu

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**ARTICLES OF INCORPORATION
OF
Naples Flight Training, Inc.**

2007 MAY -9 P 1:22

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as sole incorporator of a corporation to be formed under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

FIRST: The name of the corporation (the "Corporation") is:

Naples Flight Training, Inc.

SECOND: The initial principal office and mailing address [specify both if different] of the Corporation is:

**Naples Flight Training, Inc.
1963 Bethany Place
Naples, Florida 34109**

THIRD: The aggregate number of shares that the Corporation is authorized to issue is One Thousand (1,000) shares of common stock and the par value of each share shall be one dollar par value (\$1.00). Par value shall have no effect on the Corporation's capital structure.

FOURTH: The street address of the initial registered office of the Corporation is:

**Naples Flight Training, Inc.
1963 Bethany Place
Naples, Florida 34109**

and the name and address of the Corporation's initial registered agent at such address is:

**Jeb S. Britton
Naples Flight Training, Inc.
1963 Bethany Place
Naples, Florida 34109**

FIFTH: The number of directors constituting the initial Board of Directors of the Corporation is one (1), and the name and address of each person who is to serve as a director of the Corporation until the first annual meeting of the shareholders of the Corporation, or until one or more successors have been elected and qualify, is:

**Jeb S. Britton
Naples Flight Training, Inc.
1963 Bethany Place
Naples, Florida 34109**

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**Lou Ann Britton
Naples Flight Training, Inc.
1963 Bethany Place
Naples, Florida 34109**

2007 MAY -9 P 1: 22

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SIXTH: The name and address of the sole incorporator is:

**Jeb S. Britton
Naples Flight Training, Inc.
1963 Bethany Place
Naples, Florida 34109**

IN WITNESS WHEREOF, the undersigned, being the sole incorporator herein before named, for the purpose of forming a corporation under the Florida Business Corporation Act, has executed these Articles of Incorporation this 8th day of MAY, 2007.

Jeb S. Britton
Jeb S. Britton
Sole Incorporator

I, **Jeb S. Britton**, having been designated to act as registered agent, hereby agree to act in this capacity.

Jeb S. Britton
Jeb S. Britton
Initial Registered Agent