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(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

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MAIL

(Business Entity Name)

L1-70684

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

W1-36775

Office Use Only



400183637274

Cert of Conv.
from LLC to Inc

08/02/10--01032--021 **113.75

P10-72274
FILED
SEP - 2 PM 12:55
CLERK OF STATE
TALLAHASSEE, FLORIDA

N. CAUSSEAU

SEP - 2 2010

EXAMINER

Putnam, Creighton & Airth, P.A.

Attorneys at Law

Abel A. Putnam
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¹Board Certified Elder Law Attorney

July 30, 2010

Federal Express Delivery
Tracking No. 798901667040

Registration Section
Division of Corporations
Florida Secretary of State
Clifton Building
2661 West Executive Center Circle
Tallahassee, Florida 32301

Re: Flyin Lion Aviation School, LLC
Document # L10000070184

To whom it may concern:

Enclosed for filing are the following items:

1. Certificate of Conversion for Flyin Lion Aviation School, LLC;
2. Articles of Incorporation for Flyin Lion Aviation School, Inc.; and,
3. My firm's check number 10593 in the amount of \$113.75.

Please contact me if you have any questions or require additional information in order to complete the requested entity conversion.

Sincerely,



H. Adam Airth, Jr.

HAA/sbb
Enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 5, 2010

PUTNAM, CREIGHTON & AIRTH, P.A.
P.O. BOX 3545
LAKELAND, FL 33802-3545

SUBJECT: FLYIN LION AVIATION SCHOOL, LLC
Ref. Number: W10000036775

We have received your document for FLYIN LION AVIATION SCHOOL, LLC and your check(s) totaling \$113.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The Certificate of Conversion must state the date on which, and the jurisdiction in which, the other business entity was first organized and, if changed, its jurisdiction immediately prior to the conversion.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6094.

Agnes Lunt
Regulatory Specialist II

Letter Number: 510A00018839

Putnam, Creighton & Airth, P.A.

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¹Board Certified Elder Law Attorney

August 16, 2010

Division of Corporations
Florida Department of State
post office Box 6327
Tallahassee, Florida 32314

Re: Flyin Lion Aviation School, LLC - Conversion to Corporation
Ref. Number: W10000036775

To whom it may concern:

I am in receipt of the Division's August 5, 2010, regarding the above-referenced matter.
Enclosed is the corrected Certificate of Conversion for Flyin Lion Aviation School, LLC, for filing.

Thank you for your attention to this matter.

Sincerely,

A handwritten signature in cursive script, appearing to read "Adam Airth, Jr.", followed by the initials "shb".

H. Adam Airth, Jr.

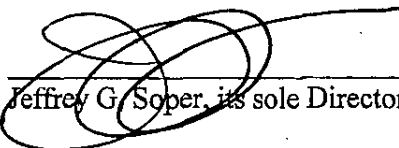
CERTIFICATE OF CONVERSION
FOR
FLYIN LION AVIATION SCHOOL, LLC
INTO
A FLORIDA PROFIT CORPORATION

This Certificate of Conversion and attached Articles of Incorporation are submitted to convert FLYIN LION AVIATION SCHOOL, LLC, a Florida limited liability company, into a Florida Profit Corporation in accordance with the applicable Florida Statutes.

1. The name of the business entity immediately prior to the filing of this Certificate of Conversion is FLYIN LION AVIATION SCHOOL, LLC. *L10-70184*
2. The entity is a limited liability company first organized under the laws of the State of Florida (Document #L10000070184). *Formed July 1, 2010.*
3. The name of the Florida Profit Corporation, as set forth in the attached Articles of Incorporation, is FLYIN LION AVIATION SCHOOL, INC.
4. This Certificate of Conversion shall be effective on the date of its filing.

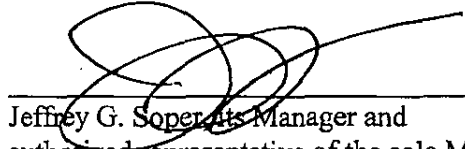
Signed this 19th day of July, 2010.

For the Florida Profit Corporation



Jeffrey G. Soper, its sole Director and President

For the Florida Limited Liability Company



Jeffrey G. Soper, its Manager and
authorized representative of the sole Member

FILED
10 SEP -2 PM 12:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
FOR
FLYIN LION AVIATION SCHOOL, INC.
a Florida Profit Corporation

Article I - The name of this corporation shall be **FLYIN LION AVIATION SCHOOL, INC.**

Article II - The principal place of business and mailing address of this corporation is:

3131 Flightline Drive
Lakeland, Florida 33811

Article III - This corporation is organized to engage in any and all lawful businesses, as its stockholder(s), director(s) and officers may determine.

Article IV - This corporation shall initially be authorized to have up to **10,000 shares** of common, voting stock issued and outstanding.

Article V - The names and addresses of the corporation's officers and directors are:

Director, President, Treasurer and Secretary

Jeffrey G. Soper
3131 Flightline Drive
Lakeland, Florida 33811

Vice President

Jason Brawner
3131 Flightline Drive
Lakeland, Florida 33811

Article VI - The name and Florida street address of the registered agent is:

Hal A. Airth, Jr.
500 South Florida Avenue, Suite 300
Lakeland, Florida 33801

Having been named as registered agent to accept service of process for the above named corporation at the place set forth above, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



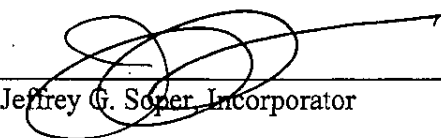
Hal A. Airth, Jr.

FILED
10 SEP - 2 PM 12:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article VII - The name and address of the incorporator is:

Jeffrey G. Soper
3131 Flightline Drive
Lakeland, Florida 33811

Executed this 19th day of July, 2010.



Jeffrey G. Soper, Incorporator

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA