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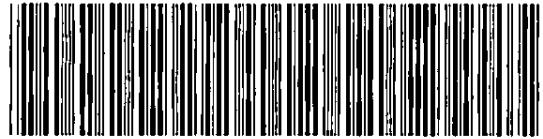
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TALLAHASSEE, FL

Spiegel & Utrera, P.A.

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Please reply to
Post Office Box 450605
Miami, FL 33245-0605

SENIOR PARALEGALS

GRACIELA BATTAGLIA

CLAUDIA FERNANDEZ

PRESIDENT:	LAWRENCE J. SPIEGEL
SENIOR VICE PRESIDENT:	NATALIA UTRERA
EXECUTIVE VICE PRESIDENT:	MARY C. SPIEGEL
VICE PRESIDENT OF OPERATIONS:	HORACIO MONTEIRO
VICE PRESIDENT OF MARKETING:	ALEJANDRO ECHEVERRIA
VICE PRESIDENT OF LITIGATION:	MICHAEL S. FARAGALLA
REGIONAL VICE PRESIDENT:	MICHAEL WELCHKO
SECRETARY:	NATALIA UTRERA
TREASURER:	NATALIA UTRERA

* Licensed in Florida
* Licensed in California and New York
* Licensed in Illinois and Florida
* Licensed in California, Arizona and New York
* Licensed in Utah
* Licensed in Delaware
* Licensed in Nevada
* Licensed in New Jersey
* Licensed in California
* Licensed in Florida and New York
* Licensed in Florida and District of Columbia

November 3, 2023

Florida Department of State
New Filings Section
Division of Corporations
The Centre of Tallahassee
2415 North Monroe Street, Suite 810
Tallahassee, FL 32303

Re: CONVERSION FROM A NORTH CAROLINA CORPORATION INTO A FLORIDA CORPORATION
NAME OF THE RESULTING CORPORATION: PRIVATE JETS INTERNATIONAL INC.

Dear Sir/Madam:

Enclosed herewith please find:


- Articles of Conversion;
- Articles of Incorporation;
- Certificate of Good Standing from North Carolina;
- Check made out to the Florida Department of State in the amount of \$105.00 (\$35.00 for the Articles of Conversion fee + \$70.00 for the Articles of Incorporation fee)

Please send the copy of the filed document in the enclosed pre-paid return UPS envelope to:

✓ Spiegel & Utrera, P.A.
Attn: Graciela Battaglia
1840 Southwest 22nd Street, 4th floor
Miami, Florida 33145.

Should you have any questions regarding this matter, please do not hesitate to contact the undersigned at (800) 603-3900 ext. 218, or via e-mail to gbattaglia@amerilawyer.com

Sincerely,


Graciela Battaglia

Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FL

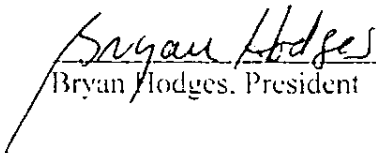
**ARTICLES OF CONVERSION
FOR
CONVERTING ELIGIBLE ENTITY
INTO
FLORIDA PROFIT CORPORATION**

This Articles of Conversion and attached Articles of Incorporation are submitted to convert the following eligible business entity into a Florida Profit Corporation in accordance with s.s.607.11933 & 607.0202, Florida Statutes:

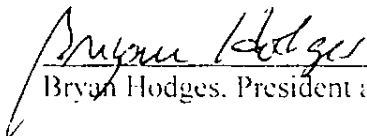
1. The name of the Converting Entity immediately prior to the filing of this Articles of Conversion is **PRIVATE JETS INTERNATIONAL INC.**
2. The Converting Entity is a Profit Corporation, first incorporated under the laws of the State of North Carolina on November 3, 2022.
3. The name of the Florida Profit Corporation as set forth in the attached Articles of Incorporation is **PRIVATE JETS INTERNATIONAL INC.**
4. This conversion was approved by the eligible converting entity in accordance with this chapter and the laws of its current/organic jurisdiction.
5. The conversion will be effective in the date of filing with the Secretary of State.

Signed this 2ND day of November 2023

Required Signature for the Florida Corporation:


Bryan Hodges, President

Required Signature on behalf of the Converting Entity


Bryan Hodges, President and Shareholder

ARTICLES OF INCORPORATION
OF
PRIVATE JETS INTERNATIONAL INC.

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE 1 - NAME

The name of the Corporation is **PRIVATE JETS INTERNATIONAL INC.**, (hereinafter, "Corporation").

ARTICLE 2 - PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE 3 - PRINCIPAL OFFICE

The address of the principal office of this Corporation is 13118 State Road 64 East, Unit 330, Bradenton, Florida 34212, and the mailing address is the same.

ARTICLE 4 - INCORPORATOR

The name and street address of the incorporator of this Corporation is:

Bryan Hodges
13118 State Road 64 East, Unit 330
Bradenton, Florida 34212

ARTICLE 5 - OFFICERS

The officers of the Corporation shall be:

President:	Bryan Hodges
Vice-President:	Josiah Hodges
Secretary:	Bryan Hodges

whose mailing addresses shall be the same as the principal office of the Corporation.



SPIEGEL & UTRERA, P.A.
L A W Y E R S

www.amerilawyer.com

1840 CORAL WAY, 4TH FLOOR, MIAMI, FL 33145 - (305) 854-6000 - (800) 603-3900 - FACSIMILE (305) 860-2076
MAILING ADDRESS - POST OFFICE BOX 450605, MIAMI, FL 33245-0605

ARTICLE 6 - DIRECTOR(S)

The Director(s) of the Corporation shall be:

Bryan Hodges
Josiah Hodges

whose mailing addresses shall be the same as the principal office of the Corporation.

ARTICLE 7 - CORPORATE CAPITALIZATION

7.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **TEN THOUSAND (10,000)** shares of common stock, each share having the par value of **ONE CENT (\$.01)**.

7.2 All holders of shares of common stock shall be identical with each other in every respect and the holders of common shares shall be entitled to have unlimited voting rights on all shares and be entitled to one vote for each share on all matters on which Shareholders have the right to vote.

7.3 All holders of shares of common stock, upon the dissolution of the Corporation, shall be entitled to receive the net assets of the Corporation.

7.4 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.

7.5 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

7.6 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.



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ARTICLE 8 - SHAREHOLDERS' RESTRICTIVE AGREEMENT

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principal office of the Corporation.

ARTICLE 9 - POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE 10 - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE 11 - REGISTERED OWNER(S)

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

ARTICLE 12 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Corporation is Spiegel & Utrera, P.A., located at 1840 Southwest 22nd Street, 4th Floor, Miami, Florida 33145. The name and address of the registered agent of this Corporation is Spiegel & Utrera, P.A., 1840 Southwest 22nd Street, 4th Floor, Miami, Florida 33145.



SPIEGEL & UTRERA, P.A.
LAWYERS

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ARTICLE 13 - BYLAWS

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE 14 - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 15 - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.



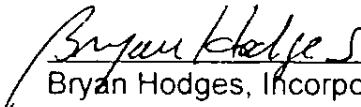
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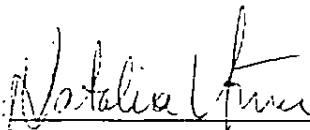
IN WITNESS WHEREOFF, I have hereunto set my hand and seal, acknowledge and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 2nd day of November, 2023


Bryan Hodges, Incorporator

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

Spiegel & Utrera, P.A., having a business office identical with the registered office of the Corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.

SPIEGEL & UTRERA, P.A.

By: 
Natalia Utrera, Vice-President



SPIEGEL & UTRERA, P.A.
LAWYERS

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NORTH CAROLINA

Department of the Secretary of State

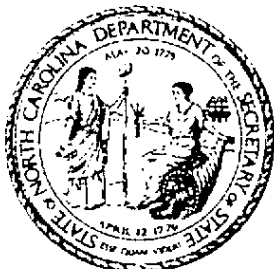
CERTIFICATE OF EXISTENCE

I, ELAINE F. MARSHALL, Secretary of State of the State of North Carolina, do hereby certify that

PRIVATE JETS INTERNATIONAL INC.

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 3rd day of November, 2022, with its period of duration being Perpetual.

I FURTHER certify that, as of the date set forth hereunder, the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that its most recent annual report required by N.C.G.S. 55-16-22 has been delivered to the Secretary of State; and that the said corporation has not filed articles of dissolution as of the date of this certificate.



Scan to verify online.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 31st day of October, 2023.

Elaine F. Marshall

Secretary of State