

P95000018640

WILLIAM D. KRAMER, P.A.
567 Elkeam Circle
Marco Island, Florida 33937
813-394-1415

MARCH 3, 1995

CORPORATE RECORDS BUREAU
DIVISION OF CORPORATIONS
P. O. BOX 6327
TALLAHASSEE, FLORIDA 32314

DEAR SIR:

ENCLOSED IS THE ORIGINAL AND ONE COPY OF THE ARTICLES OF INCORPORATION FOR WEST FLORIDA AIRCRAFT, INC. WITH ITS REGISTERED OFFICE AT 567 ELKCAM CIRCLE, MARCO ISLAND, FLORIDA 33937.

ALSO ENCLOSED IS A CHECK IN THE AMOUNT OF \$70.00 FOR THE FOLLOWING FEES AND TAXES:

1. FILING FEE - \$35.00
2. DESIGNATE REGISTERED AGENT FEE - \$35.00

PLEASE FILE THESE ARTICLES AND RETURN A COPY TO:

WILLIAM D. KRAMER, P.A.
567 Elkeam Circle
Marco Island, Florida 33937

400001422194
-03/07/95--01001--007
*****70.00 *****70.00

SINCERELY,


WILLIAM D. KRAMER, P.A.

WDK/jam
ENCLS.
cc: STERLING HOOVER

B. REGISTER MAR 8 1995

FILED
95 MAR -6 AM 8 55
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED
95 MAR -6 AM 8 55
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
of
WEST FLORIDA AIRCRAFT, INC.

THE UNDERSIGNED SUBSCRIBER TO THESE ARTICLES OF INCORPORATION, A NATURAL PERSON, COMPETENT TO CONTRACT, HEREBY FORMS AND ESTABLISHES A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL OFFICE LOCATED AT:

1000 N. COLLIER BLVD, STE #18
MARCO ISLAND, FLORIDA 33937

AND ITS MAILING ADDRESS IS: *SAME.*

ARTICLE I. NAME

THE NAME OF THIS CORPORATION IS WEST FLORIDA AIRCRAFT, INC.

ARTICLE II. DURATION

THIS CORPORATION SHALL EXIST FOR A PERPETUAL PERIOD OF TIME COMMENCING AT THE TIME OF THE FILING OF THESE ARTICLES OF INCORPORATION BY THE FLORIDA DEPARTMENT OF STATE.

ARTICLE III. PURPOSE

THIS CORPORATION IS FORMED TO TRANSACT ANY AND ALL LAWFUL BUSINESS FOR WHICH CORPORATIONS MAY BE INCORPORATED UNDER THE LAWS OF THE STATE OF FLORIDA INCLUDING BUT NOT BY WAY OF LIMITATION TO OPERATE AS A/AN: AIRCRAFT SALES AND RENTAL COMPANY.

ARTICLE IV. AUTHORIZED SHARES

THIS CORPORATION IS AUTHORIZED TO ISSUE ONE HUNDRED (100) SHARES OF COMMON STOCK HAVING A PAR VALUE OF ONE DOLLAR (\$1.00).

ARTICLE V. REGISTERED OFFICE AND AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS

CORPORATION IS 567 ELKCAM CIRCLE, MARCO ISLAND, FLORIDA 33937 AND
THE NAME OF THE REGISTERED AGENT OF THIS CORPORATION AT THIS ADDRESS IS WILLIAM D.
KRAMER.

ARTICLE VI. BOARD OF DIRECTORS AND OFFICERS

THIS CORPORATION SHALL HAVE NO BOARD OF DIRECTORS INITIALLY. A BOARD OF DIRECTORS
MAY BE ESTABLISHED AND THE NUMBER OF DIRECTORS MAY BE INCREASED OR DIMINISHED
FROM TIME TO TIME BY BY-LAWS ADOPTED BY THE SHAREHOLDERS. IN THE ABSENCE OF A
BOARD OF DIRECTORS, THE POWERS AND CORPORATE DUTIES OF A BOARD OF DIRECTORS ARE TO
BE PERFORMED BY THE PRESIDENT.

THE NAMES AND ADDRESSES OF THE INITIAL OFFICERS OF THE CORPORATION ARE:

PRESIDENT: STERLING HOOVER
3000 ROYAL MARCO WAY, #318
MARCO ISLAND, FLORIDA 33937

VICE PRESIDENT: NONE

SECRETARY: STERLING HOOVER
3000 ROYAL MARCO WAY, #318
MARCO ISLAND, FLORIDA 33937

TREASURER: STERLING HOOVER
3000 ROYAL MARCO WAY, #318
MARCO ISLAND, FLORIDA 33937

ARTICLE VII. INCORPORATOR

THE NAME AND ADDRESS OF THE INCORPORATOR OF THESE ARTICLES OF INCORPORATION IS:

WILLIAM D. KRAMER
405 SAN JUAN AVENUE
NAPLES, FLORIDA 33962

ARTICLE VIII. CUMULATIVE VOTING

CUMULATIVE VOTING IS PERMITTED ONLY IF AUTHORIZED IN THE BY-LAWS.

ARTICLE IX. AMENDMENTS

THE CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY PROVISIONS CONTAINED IN THESE ARTICLES OF INCORPORATION, OR ANY AMENDMENTS TO THEM, AND ANY RIGHT CONFERRED UPON THE SHAREHOLDERS IS SUBJECT TO THIS RESERVATION.

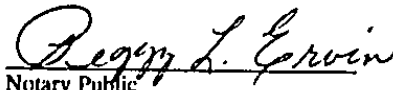
IN WITNESS WHEREOF THE UNDERSIGNED SUBSCRIBER HAS EXECUTED THESE ARTICLES OF INCORPORATION ON MARCH 3, 1995.


WILLIAM D. KRAMER

STATE OF FLORIDA)
) SS.
COUNTY OF COLLIER)

I HEREBY CERTIFY THAT ON THIS DAY, BEFORE ME, A NOTARY PUBLIC, DULY AUTHORIZED IN THE STATE AND COUNTY AFORESAID TO TAKE ACKNOWLEDGMENTS, PERSONALLY APPEARED WILLIAM D. KRAMER, TO ME PERSONALLY KNOWN TO BE THE PERSON DESCRIBED IN AND WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND WHO ACKNOWLEDGED BEFORE ME THAT SAID PERSON SUBSCRIBED TO THOSE ARTICLES OF INCORPORATION AND WHO DID NOT TAKE AN OATH.

WITNESS MY HAND AND OFFICIAL SEAL IN THE COUNTY AND STATE NAMED ABOVE ON MARCH 3, 1995.


Notary Public
State of Florida at Large
My Commission Expires: 3-28-95

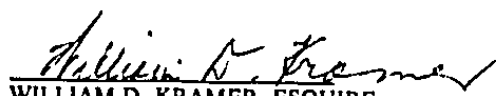
PEGGY L. ERVIN
Notary Public, State of Florida
My Comm. Expires Mar. 28, 1995
No. CC 354290

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED FOR WEST FLORIDA
AIRCRAFT, INC.:

IN PURSUANCE OF CHAPTER 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED IN
COMPLIANCE WITH SAID ACT: THAT, WEST FLORIDA AIRCRAFT, INC., DESIRING TO ORGANIZE
UNDER THE LAWS OF THE STATE OF FLORIDA, WITH THE PRINCIPAL OFFICE AS DESIGNATED IN
THE ARTICLES OF INCORPORATION HAS NAMED WILLIAM D. KRAMER, ESQUIRE, 567 ELKCAM
CIRCLE, MARCO ISLAND, FLORIDA 33937, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN
THIS STATE.

ACKNOWLEDGMENT:

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION,
AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT TO ACT IN THIS CAPACITY,
AND AGREE TO COMPLY WITH THE PROVISION OF SAID ACT RELATIVE TO KEEPING OPEN SAID
OFFICE.


WILLIAM D. KRAMER, ESQUIRE
RESIDENT AGENT FOR
WEST FLORIDA AIRCRAFT, INC.

FILED
95 MAR -6 AM 8:55
SECRETARY OF STATE
TALLAHASSEE FLORIDA