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April 18, 1995

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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RE: OPEN AIRWAYS, INC.

Please find enclosed an original and one (1) copy of the articles of incorporation and a check in the amount of \$78.75 for the filing fee and a corporate certificate to be sent to:

Audra L. Senko
President
5341 Indian Creek Drive
Orlando, Florida 32811
(407) 426-8651

NANCY HENDRICKS APR 24 1995

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I:

The name of the corporation shall be:

OPEN AIRWAYS, INC.

ARTICLE II:

The principal business office and mailing address of this corporation shall be:

BUSINESS OFFICE
5341 Indian Creek Drive
Orlando, Florida 32811

MAILING
P.O. Box 2098
Windermere, Florida 34786

ARTICLE III:

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 shares

ARTICLE IV:

The name and address of the initial registered agent is:

Audra L. Senko
5341 Indian Creek Drive
Orlando, Florida 32811

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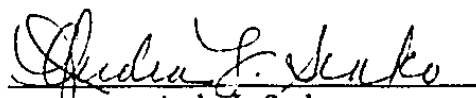
ARTICLES OF INCORPORATION

ARTICLE V:

The name and street address of the incorporator to these Articles of Incorporation is:

Audra L. Senko
5341 Indian Creek Drive
Orlando, Florida 32811

The undersigned incorporator has executed these Articles of Incorporation this
18th day of April, 1995.


Audra L. Senko


CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

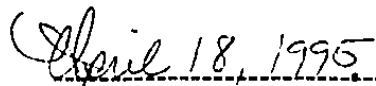
1. The name of the corporation is: **OPEN AIRWAYS, INC.**
2. The name and address of the registered agent and office is:

**Audra L. Senko
5341 Indian Creek Drive
Orlando, Florida 32811**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in the certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Audra L. Senko



Date

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TALLAHASSEE, FLORIDA