

**FROM THE DESK OF
TODD HELLER**

3980 Airport Road
Number - 11
Boca Raton, Florida 33431

P95000034189

January 1, 2002

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

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-01/10/02--01048--015
*****87.50 *****87.50

To Whom It May Concern:

Air Charter One, Inc. was sold on 09/11/2001. Since that date I have had no responsibility as the registered agent for this company. Please accept this letter, and the attached, and completed filing form CR2E046(9/98), and my check payable to Florida Department of State as my formal resignation as registered agent for Air Charter One, Inc.

Additionally Tax ID# 650577360 should not be used any longer for Air Charter One, Inc. I have notified the IRS that this Tax ID # was now inactive, and that the company has been sold. A new Tax ID# should have been issued for this company.

Air Charter One, Inc. was sold to:

Panther Aviation Corporation (Delaware)
C/O 1201 Orange Street
Suite 600
Wilmington, Delaware 19801

Please be advised that Air Charter One, Inc. no longer receives their mail here, and to please send future mail to the above listed address for Panther Aviation Corporation.

Sincerely,



Todd Heller

FILED
02 JAN 11 PM 3:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*P95000034189
CR2E046
1-11-02*

RESIGNATION OF REGISTERED AGENT

Pursuant to the provisions of sections 607.0502(2), 617.0502(2), 607.1509, or 617.1509,
Florida Statutes, the undersigned, Todd H. Heller

(Name of registered agent)

hereby resigns as Registered Agent for AIR CHARTER ONE, INC.

(Name of corporation)

A copy of this resignation was mailed to the above listed corporation at its last known address.

The agency is terminated and the office discontinued on the 31st day after the date on which
this statement is filed.

Todd H. Heller

(Signature of resigning agent)

12-20-01

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

FILED
02 JAN 11 PM 3:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Fee for filing this document:

\$87.50 - Active corporation

\$35.00 - Administratively dissolved corporation

Make checks payable to Florida Department of State and mail to:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314