

1201 HAYS STREET  
TALLAHASSEE, FL 32301  
904-222-9171  
904-222-0393 FAX

800-342-8086



ACCOUNT NO. : 072100000032

REFERENCE : 605618 10982A

AUTHORIZATION :

COST LIMIT : \$ 70.00

*Patricia Pizato*

ORDER DATE : May 25, 1995

300001500288

ORDER TIME : 9:15 AM

ORDER NO. : 605618

CUSTOMER NO: 10982A

CUSTOMER: William Duncan, Esq  
MASSARI BELL JACOBS &  
FORLIZZO, PA  
1 Urban Center, Suite 875  
4830 West Kennedy Boulevard  
Tampa, FL 33609

DOMESTIC FILING

NAME: MACH - II AVIATION, INC.

XXX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XXX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:                     

MAY 26 1995 BSB

RECEIVED  
55 MAY 25 AM 11:37  
DIVISION OF CORPORATION  
FILED  
95 MAY 26 PM 1:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
MACH - II AVIATION, INC.

FILED  
• 95 MAY 26 PM 1:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

MACH - II AVIATION, INC.

The address of the principal office of this corporation shall be 4929 Shetland Avenue, Tampa, Florida 33615, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

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

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on May 26, 1995.

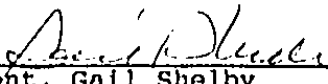
CORPORATION SERVICE COMPANY

By:   
Its Agent, Gail Shelby

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, 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, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By:   
Its Agent, Gail Shelby

CLD/dks

P95000041665

MASSARI, BELL, JACOBS, FORLIZZO & NEAL  
PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

ATTORNEYS AT LAW

PLEASE REPLY TO TAMPA

June 27, 1995

Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

Re: Filing of Statement of Change of  
Registered Office or Registered Agent or Both

Change of RA

34 7/12

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 JUL -3 PM 3:23

Dear Sir or Madam:

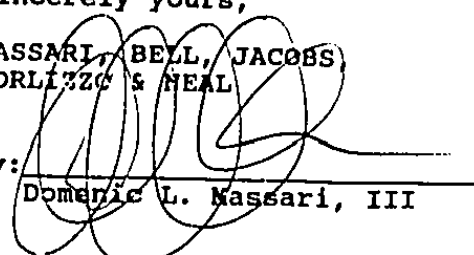
I am enclosing an original executed copy of a Statement of Change of Registered Office or Registered Agent or Both for Corporations which I would appreciate your filing at your earliest convenience.

I am also enclosing my firm's check in the amount of \$35.00 to cover your fee for filing this document.

Thank you for your kind attention to this matter. Should you have any questions with regards to the above, please do not hesitate to contact this office immediately.

Sincerely yours,

MASSARI, BELL, JACOBS,  
FORLIZZO & NEAL

By:   
Dominic L. Massari, III

Encls.

/skf

300001529688  
-07/05/95--01032--017  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Florida Department of State, Jim Smith, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED  
AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: MACH - II AVIATION, INC.

1b. Date of incorporation May 26, 1995 Document number P95000041665

2. The name and address of the current registered agent and office:

Corporation Service Company

1201 Nays St., Tallahassee, FL 32301

3. The name and address of the new registered agent and office:

(P.O. Box Not Acceptable)

Walter Holmich, President

3110 Falkenburg Rd., Tampa, FL 33619

The street address of its registered agent and the street address of the business office of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

  
June 27, 1995  
SIGNATURE  
DATE

WALTER HOLMICH, President

Typed or printed name and title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS 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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE 

(Registered Agent) WALTER HOLMICH

DATE June 27, 1995

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314