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TALLAHASSEE, FL 32301
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P95000056760
JUL 21 1995
TALLAHASSEE, FL

ACCOUNT NO. : 072100000032

REFERENCE : 646057 113642A

AUTHORIZATION :

COST LIMIT : 0 PREPAID

ORDER DATE : July 21, 1995

ORDER TIME : 10:38 AM

ORDER NO. : 646057

CUSTOMER NO: 113642A

CUSTOMER: Bruce R. Abernethy, Jr., Esq
BRUCE R. ABERNETHY, JR., P.A.

Suite 6
900 Virginia Avenue
Ft. Pierce, FL 34982

5000001548185
-07/21/95--01046--0001
****122.50 ****122.50

DOMESTIC FILING

NAME: BONEFISH AIR, INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angela Lane

EXAMINER'S INITIALS: FILED 21 1995 BSB

FILED
JUL 21 PM 3:56

ARTICLES OF INCORPORATION
OF
BONEFISH AIR, INC.

FILED
25 JUL 21 PM 3:56
CLERK OF THE COURT

ARTICLE I - NAME

The name of the corporation is BONEFISH AIR, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually commencing as of the date these Articles are filed with the Secretary of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be organized under the Florida General Corporation Law.

ARTICLE IV - CAPITAL STOCK

The corporation shall have the authority to issue Five Thousand (5,000) shares of common stock.

ARTICLE V - INITIAL REGISTERED AND PRINCIPAL OFFICE AND AGENT

The street address of the initial registered agent of this corporation is 900 Virginia Ave., Suite 6, Fort Pierce, FL 34982, and the name of the initial registered agent of this corporation is Bruce R. Abernethy, Jr. The principal office and mailing address of the Corporation is 3054 Industrial 31st Street, Fort Pierce, FL 34946.

ARTICLE VI - BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time

D. Scott Deal 2721 Whippoorwill Lane
Vero Beach, FL 32960

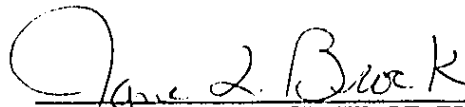
Bruce R. Abornethy, Jr. 900 Virginia Ave., Suite 6
Fort Pierce, FL 34982

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STATE OF FLORIDA
COUNTY OF ST. LUCIE

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared BRUCE R. ABERNETHY, JR., known to me or who has produced a valid Drivers License as identification and who did take an oath, and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 28th day of July, 1995.



NOTARY PUBLIC, STATE OF FLORIDA - AT
LARGE.

JANE L. BROCK
PRINTED NAME OF NOTARY

NOTARY SEAL/STAMP:



JANE L. BROCK
MY COMMISSION # CC434168 EXPIRES
February 12, 1999
BONDED THRU TROY FARM INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICES OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In accordance with the provisions of Chapter 48.091, Florida Statutes, BONEFISH AIR, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation in the City of Fort Pierce, County of St. Lucie, State of Florida, has named BRUCE R. ABERNETHY, JR., whose address is 900 Virginia Ave., Suite 6, Fort Pierce, FL 34982 as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named as the registered agent for the above stated corporation at the place designated in this Certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of the laws of the State of Florida relative to keeping said office open.

DATED: 7-20-95

BCJ
BRUCE R. ABERNETHY, JR.

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JUL 21 PM 3:56