TRANSMITTAL LETTER

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

1000015585/4 -08/04/95--01065--001 ****131.25

SUBJECT:AMERICA	N EAGLE AVI	ATION, Inc. e name - must include su	46v)
ų.	гторозва сотрагар	a namo - most include su	iux;
Enclosed is an original for :	and one (1) co	py of the articles of	incorporation and a check
\$70.00	\$78.75	\$122.50	x \$131.25
Filing Fee	Filing Fee & Certificate	Filing Fee & Certified Copy	Filing Fee, Certified Copy & Certificate
FROM:	Richard	d Gilbert	
	Nam	e (printed or typed)	
	P.O. B	ox 598	
		Address	
	Tarpon	Springs, FL 346	88-0598
<u> </u>	(City, State & Zip	
Keishord Stu		-216-3771 le Telephone number	
AUTHORIZATION BY PHON	•	ie reiephone nomber	
CORRECT BUN. (1) Knings	/		
DATE 3/2/95			
DOC EXAM Sicrior YSILLII			

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

OF

AMERICAN EAGLE AVIATION, Inc.

The undersigned, for the purpose of forming a corporation under the Code of Florida, hereby adopt the following Articles of Incorporation for such corporation.

ARTICLE I

The name of the corporation is AMERICAN EAGLE AVIATION, Inc.

ARTICLE II

The period of duration is perpetual.

ARTICLE III

The purpose or purposes for which the corporation is organized are to transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act including, but not limited to buying, selling leasing and financing of airplanes & helicopters.

ARTICLE IV

The aggregage number of charges which the corporation shall have authority to issue is:

CLASS	NUMBER	PAR VALUE
Common Stock	1,000	\$1.00

ARTICLE V

The street address of the initial registered office of the corporation is 6722 Orchid Lake Drive, New Port Richey, FL 34652 and the name of its initial registered agent at such address is Richard Gilbert. The principal place of business for the above corporation is the same as the registered office.

ARTICLE VI

The number of Directors constituting the initial Board of Directors of the corporation is one (1) , and the names and addresses of the persons that shall serve until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

NAME

ADDRESS

Richard Gilbert

P.O. Box 598
Tarpon Springs, FL 34688-0598

ARTICLE VII

The name and address of each incorporator is:

NAME

ADDRESS

Richard Gilbert

P.O. Box 598
Tarpon Springs, FL 34688-0598

Done this 1st day of August , 1995.

Incorporator

STATE OF PLORIDA

COUNTY OF

I, DEPART D. MANUY, The undersigned authority, a NOTARY PUBLIC in and for said COUNTY in the State, hereby certify that Richard Gilbert, whose name is signed to the forgoing instrument and who is known to me, acknowledged before me on this day, that being informed of the contents of said instrument, has executed the same voluntarily on the day the same bears date.

August 199

Notary Public

My Commission Expires

ekrah D. Maywosta

DEBRAH D. MAYWORTH
MY COMMISSION & CC 164130
FIXPIRRS: December 15, 1995
Ronaled Thru Netary Public Underwriten

CERTIFICATE OF DESIGNATION OF REGISTERF J AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, 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: AMERICAN BAGLE AVIATION,	Inc.
-		
2.	The name and address of the registered agent and office is:	
	RICHARD GILBERT	
	(Name)	
	6722 Orchid Lake Drive	
	(P.O. Box NOT acceptable)	
	New Port Richey, PL 34652	`
	(City/State/Zip)	

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 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.

SIGNATURE .

DATE August 1st, 1995

REGISTERED AGENT FILING FEE: \$35.00