

P95000067892

1201 HAYS STREET

800-343-8086

0042 0071

0001 0101



PRESTIGE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 0721000000032

REFERENCE : 673385 80360A

AUTHORIZATION : Patricia P. P. P.

COST LIMIT : \$ 122.50

ORDER DATE : September 1, 1995

ORDER TIME : 10:34 AM

ORDER NO. : 673385

CUSTOMER NO: 80360A

CUSTOMER: J. Michael Lindell, Esq
HAYES & LINDELL PA

Suite 620 Blackstone Building
233 East Bay Street
Jacksonville, FL 32202

DOMESTIC FILING

NAME: GEMINI AVIATION, INC.

XXX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

SAB
9/1/95

ARTICLES OF INCORPORATION
OF
GEMINI AVIATION, INC.

FILED
95 SEP -1 11 2 24

ARTICLE I

NAME, PRINCIPAL OFFICE, AND MAILING ADDRESS

The name of this corporation is Gemini Aviation, Inc. The corporation's initial principal office and mailing address are located at 3900 West Kennedy Boulevard, Tampa, Florida 33609.

ARTICLE II

NATURE OF BUSINESS

This corporation is organized for the purpose of engaging in and transacting any or all lawful business permitted under the laws of the State of Florida or any other state and of the United States.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue One Million (1,000,000) shares of common stock having a par value of One and No/100 Dollars (\$1.00) per share, which shares shall be and hereby are designated as "Common Shares".

ARTICLE IV

TERM OF EXISTENCE

The term for which this corporation shall exist shall be perpetual, commencing on September 1, 1995.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation in the State of Florida is 233 East Bay Street, Suite 620, Jacksonville, Florida 32202, and the name of the initial registered agent of this corporation is J. Michael Lindell. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have two Directors initially. The number of Directors may be increased or decreased, from time to time, by amendment to the Bylaws, but in no event shall the number of Directors be reduced below one (1). The names and addresses of the initial Directors of this corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Carl W. Lindell, Jr.	3900 West Kennedy Boulevard Tampa, FL 33609
Vernon G. Buchanan	707 S. Washington Boulevard Sarasota, FL 34236

ARTICLE VII

INCORPORATOR

The name and address of the incorporator of this corporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
J. Michael Lindell	233 East Bay Street, Suite 620 Jacksonville, FL 32202

ARTICLE VIII

AMENDMENTS

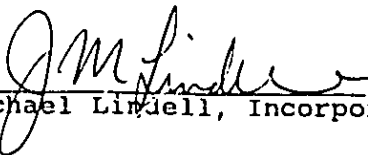
These Articles of Incorporation may be amended in the manner provided by law. Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaw made by them that such Bylaw shall not be altered, repealed or amended by the Board of Directors.

ARTICLE IX

PRE-EMPTIVE RIGHTS

Each Shareholder, upon the issuance of any additional stock or other type of security of the Corporation which is either equitable in nature or convertible into any security of stock which is equitable in nature, shall have the right to purchase his pro rata share thereof at the price at which such stock or other security is offered to others, which price may be in excess of par.

IN WITNESS WHEREOF, the undersigned incorporator, being a natural person competent to contract, has hereunto set his hand and affixed his seal this 31st day of August, 1995.

 (SEAL)
J. Michael Lindell, Incorporator

STATE OF FLORIDA }
COUNTY OF DUVAL }

The foregoing instrument was acknowledged before me this the 31st day of August, 1995, by J. Michael Lindell, who is personally known to me, and who did take an oath.


Notary Public
My Commission Expires: _____



NANCY J. LOZNICKA
MY COMMISSION # CC473056 EXPIRES
JUNE 15, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

(Typed, Stamped or Printed)

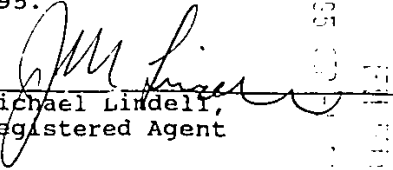
Serial Number (if any)

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED AND
ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, Gemini Aviation, Inc., desiring to organize under the laws of the State of Florida with its initial principal office, as indicated in its articles of incorporation, being located at 3900 West Kennedy Boulevard, Tampa, Florida, has designated J. Michael Lindell, as its initial registered agent to accept service of process within this state, and has designated as its initial registered office the following address: 233 East Bay Street, Suite 620, Jacksonville, Florida 32202.

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon Gemini Aviation, Inc., a corporation organized under the laws of the State of Florida, does hereby accept the appointment as such Registered Agent for the above-named corporation, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at 233 East Bay Street, Suite 620, Jacksonville, Florida 32202.

IN WITNESS WHEREOF, I, the said Registered Agent, have hereunto set my hand and seal at Jacksonville, Duval County, Florida, on this 31st day of August, 1995.


J. Michael Lindell,
as Registered Agent