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LAW OFFICES

BOONE, BOONE & BOONE, P.A.

P. O. BOX 1590

VENICE, FLORIDA 34204

ESTABLISHED 1980

E. G. (DAN) BOONE
JEFFERY A. BOONE
STEPHEN K. BOONE
CHARLES D. HINES
JOHN B. KODA

February 9, 1996

STREET ADDRESS:
1001 AVENIDA DEL CIRCO 34206
TELEPHONE (941) 488-0710
FAX (941) 488-7070

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

Re: Florida Sunrise Aviation, Inc.

Dear Sir:

We enclose original and one copy of Articles of Incorporation for the above corporation. Also enclosed is our check in the amount of \$122.50 to cover the cost of this filing.

| | |
|------------------------------|--------------|
| Filing Fee | \$ 35.00 |
| Registered Agent Designation | 35.00 |
| Certified Copy of Articles | <u>52.50</u> |
| Total Filing Fee | \$122.50 |

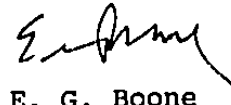
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The corporation's beginning date will be the date of incorporation by your office.

Please return a certified copy of the Articles of Incorporation to our office at the post office box listed above.

Thank you for your attention to this matter.

Very truly yours,



E. G. Boone

ab
enclosures

F. CHESSEY FEB 20 1996

ARTICLES OF INCORPORATION
OF
FLORIDA SUNRISE AVIATION, INC.

ARTICLE I.
CORPORATE NAME

The name of this corporation is:
FLORIDA SUNRISE AVIATION, INC.

FILED
96 FEB 16 AM 7:51
CLERK OF COURT
TALLAHASSEE, FLORIDA

ARTICLE II.
NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

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 a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share shall be in money, property or services. The board of directors shall determine the reasonable value of all consideration, other than money, paid for such shares and their determination, made in good faith, shall be final and conclusive as to such value.

ARTICLE IV.

BEGINNING DATE AND TERM OF EXISTENCE

The beginning date of this corporation shall be the date incorporated by the State of Florida, and it shall exist perpetually.

ARTICLE V.
ADDRESS

The initial mailing address of the principal office of this corporation is: 218 Base Avenue, Venice Florida 34285.

The directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VI.
DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time, by Bylaws adopted by the stockholders.

ARTICLE VII.
INITIAL DIRECTORS AND OFFICERS

The names and post office address of the members of the first Board of Directors and first Officers are:

| <u>Name</u> | <u>Address</u> | <u>Office</u> |
|------------------|--|---------------------------------------|
| Paschal Schreier | 218 Base Avenue Venice, Florida 34285 | President, Sec.-Treas. Director |

| <u>Name</u> | <u>Address</u> | <u>Office</u> |
|-----------------------|--|----------------|
| Alexander R. Grahovac | 218 Base Avenue Venice, Florida 34285 | Vice President |

ARTICLE VIII.
SUBSCRIBERS


The names and addresses of all the subscribers to the stock of this corporation, together with the number of shares of stock each agrees to take, are:

| <u>Name</u> | <u>Address</u> | <u># of Shares</u> |
|------------------|--|--------------------|
| Paschal Schreier | 218 Base Avenue Venice, Florida 34285 | 100 |
| Arne Kruithof | 218 Base Avenue Venice, Florida 34285 | 01 |

ARTICLE IX.
REGISTERED AGENT

The initial registered agent and the address of his office is: E. G. Boone, Attorney at Law, 1001 Avenida del Circo, Venice, Florida 34285.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation this 8 day of February, 1996.



 Pascal Schreier
 Incorporator

ACCEPTANCE OF REGISTERED AGENT

The undersigned, who has been designated registered agent and to accept service of process for the above corporation, affirms that his name is E. G. Boone, and the address for the registered office of the corporation is 1001 Avenida del Circo, Venice, Florida 34285. 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.

E. G. Boone

E. G. Boone, Registered Agent

FILED
55 FEB 16 AM 7:51
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
COUNTY OF SARASOTA)

I HEREBY CERTIFY that the foregoing Articles of Incorporation were acknowledged before me this 24th day of February, 1996, by PASCAL SCHREIER, the Incorporator, who is personally known to me or who produced _____ as identification.



Constans E. Gordon
MY COMMISSION # CC494244 EXPIRES
October 3, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

NOTARY PUBLIC

Sign *[Signature]*
Print CONSTANS E. GORDON

(SEAL)
My Commission Expires:

FI:CORP\5161.ART