

1201 HAYS STREET  
TALLAHASSEE, FL 32301  
904-222-0171  
904-222-0193 FAX

000-342-0006



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APR 25 PM 1:22  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 991886 9663A

AUTHORIZATION : Patricia Tzuts

COST LIMIT : \$ 70.00

ORDER DATE : April 25, 1996

ORDER TIME : 1:22 PM

900001795298

ORDER NO. : 931886

CUSTOMER NO: 9663A

CUSTOMER: Ms. Jeanie Noel  
W. RAY TOUCHSTONE, ESQ

Suite 2  
220 S.e. Eglin Parkway  
Ft. Walton Beach, FL 32548

DOMESTIC FILING

NAME: PENGUIN-AIR HELICOPTERS, INC.

EFFECTIVE DATE:

XX        ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

4/26/96  
[Signature]

RECEIVED  
APR 25 PM 2:53  
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION  
OF  
PENGUIN-AIR HELICOPTERS, INC.

FILED  
MAR 25 PM 6:42  
CLERK OF DISTRICT COURT  
JACKSONVILLE, 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:

PENGUIN-AIR HELICOPTERS, INC.

The address of the principal office of this corporation shall be 1218 Miracle Strip Highway, Fort Walton Beach, Florida 32548, 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 1000 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. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Carlos M. Zayas	Post Office Box 1321
Dir./Pres./V.Pres.	Fort Walton Beach, Florida 32549-1321
Sec./Treas.	

ARTICLE VII. 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 April 25, 1996.

FILED  
65 APR 25 PM 6:42  
TALLAHASSEE, FLORIDA

CORPORATION SERVICE COMPANY

By: *Gail Shelby*  
Its Agent, Gail Shelby

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Florida corporation  
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: *Gail Shelby*  
Its Agent, Gail Shelby

HBD/dwl