

P96000052329

Burd
Downs &
Magathan

ATTORNEYS AT LAW

401 BRICKELL KEY DRIVE, SUITE 500, MIAMI, FLORIDA 33131
TELEPHONE: 305.374.1100 / FAX: 305.374.1161

June 10, 1996

VIA FEDERAL EXPRESS

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

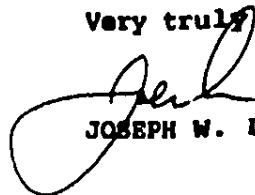
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Re: Ted's Aviation, Inc.

Dear Sir or Madam:

Please find enclosed the original and one copy of the Articles of Incorporation and the Certificate Designating Registered Agent and Registered Office of Ted's Aviation, Inc. Please cause the articles of incorporation to be filed and send the certificate of incorporation to the undersigned. Also enclosed is a check in the amount of \$122.50 for the filing fee.

Very truly yours,


JOSEPH W. DOWNS III

JWD:lrh
Enclosures
cc: Raymond P. Sullivan

FILED
JUN 18 PM 2:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W96-12654
JWC
6-18-96



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

June 13, 1996

**JOSEPH W. DOWNS III, ESQUIRE
801 BRICKELL KEY DRIVE
SUITE 500
MIAMI, FL 33131**

**SUBJECT: TED'S AVIATION, INC.
Ref. Number: W96000012654**

We have received your document for TED'S AVIATION, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 096A00029526

**Burd
Downs &
Magathan**

ATTORNEYS AT LAW

601 BRICKELL KEY DRIVE, SUITE 500, MIAMI, FLORIDA 33131
TELEPHONE: 305 374-3100 / FAX: 305 374-3161

June 17, 1996

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

Attention: Dana Calloway

Re: Ted's Aviation, Inc.

Dear Ms. Calloway:

As I pointed out in our telephone conversation on June 17, 1996, information concerning the principal office of Ted's Aviation, Inc., is shown in Article V on page 1 of the Articles of Incorporation. Your prompt filing of these documents will be appreciated.

Thank you in advance for your cooperation.

Very truly yours,


JOSEPH W. DOWNS III

JWD:kk1
Enclosures
cc: Raymond P. Sullivan



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

June 13, 1998

JOSEPH W. DOWNS III, ESQUIRE
801 BRICKELL KEY DRIVE
SUITE 500
MIAMI, FL 33131

SUBJECT: TED'S AVIATION, INC.
Ref. Number: W96000012654

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Dana Calloway
Document Specialist

Letter Number: 096A00029526

**ARTICLES OF INCORPORATION
OF
TED'S AVIATION, INC.**

FILED
96 JUN 18 PM 2:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is Ted's Aviation, Inc.

ARTICLE II

The corporation may engage in any and all activities and businesses permitted under the laws of the United States and of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of the laws of the State of Florida.

ARTICLE III

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV

The existence of the corporation shall be perpetual. Corporate existence shall commence on the date these Articles are filed by the Department of State of the State of Florida.

ARTICLE V

PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The street address of the initial registered office of the corporation is 601 Brickell Key Drive, Suite 500, Miami, Florida 33131, and the initial registered agent of the corporation is Joseph W. Downs III.

ARTICLE VI

The corporation shall have no directors initially. The number of directors may be increased or diminished from time to time pursuant to the Bylaws of the corporation, but shall not be less than one nor more than five.

ARTICLE VII

Members of the Board of Directors or of any Executive Committee thereof shall be deemed present at a meeting of such Board or Committee if a conference telephone or similar communications equipment, by means of which all persons participating in the meeting can hear each other at the same time, is used.

ARTICLE VIII

A director shall not be prohibited or disqualified from voting on any issue, at any time, by reason of the fact that the issue under consideration may involve such director personally, directly or indirectly, or that it may involve any person, firm, corporation or other entity in which such director has such a direct or indirect interest.

ARTICLE IX

The name and street address of the incorporator signing these articles is:

Name

Joseph W. Downs III

Address

601 Brickell Key Drive
Suite 500
Miami, Florida 33131

ARTICLE X

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

ARTICLE XI

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

EXECUTED at Miami, Florida, this 10TH day of June, 1996.

STATE OF FLORIDA)

COUNTY OF DADE)

ss: Joseph W. Downs III

BEFORE ME, the undersigned authority, personally appeared JOSEPH W. DOWNS III, to me personally known to be the person who subscribed to the foregoing Articles of Incorporation of Ted's Aviation, Inc., who acknowledged that he freely and voluntarily executed the said Articles of Incorporation for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me this 10TH day of June, 1996.

Linda R. Buckley
Notary Public, State of Florida
at Large

Linda R. Buckley
(Type, Print or Stamp Name)

My commission expires:



**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE**

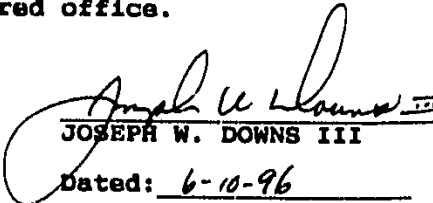
In accordance with Chapter 48.091, Florida Statutes, the following designation and acceptance is submitted in compliance thereof.

DESIGNATION

Ted's Aviation, Inc., desiring to organize under the laws of the State of Florida, hereby designates JOSEPH W. DOWNS III its registered agent and 601 Brickell Key Drive, Suite 500, Florida 33131, as its registered office.

ACCEPTANCE

Having been named as registered agent for the above named corporation, I hereby agree to act in such capacity for such corporation at its registered office.


JOSEPH W. DOWNS III

Dated: 6-10-96

FILED
96 JUN 18 PM 2:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA