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PREMIER HALL  
LEGAL & FINANCIAL SERVICES

**P96000087446**

ACCOUNT NO. : 072100000032

REFERENCE : 129804 4306424

AUTHORIZATION :

*Patricia Pizato*

COST LIMIT : \$ 70.00

ORDER DATE : October 23, 1996

ORDER TIME : 11:29 AM

ORDER NO. : 129804-005

000001984420--8

CUSTOMER NO: 4306424

CUSTOMER: Ms. Kathy Gonsalves  
STEEL HECTOR & DAVIS

41st Floor, Ste. 4000  
200 S. Biscayne Boulevard  
Miami, FL 33131-2398

DOMESTIC FILING

NAME: FLIGHT VENTURES, INC.

EFFECTIVE DATE:

EFFECTIVE DATE  
10-22-96

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: Maria I. Newport

EXAMINER'S INITIALS:

*Dmc 10/23/96*

FILED  
96 OCT 23 PM 2:36  
RECEIVED  
TALLAHASSEE, FLORIDA  
OFFICE OF CORPORATION

ARTICLES OF INCORPORATION  
OF  
FLIGHT VENTURES, INC.

FILED  
95 OCT 23 PM 2:37  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is Flight Ventures, Inc., (hereinafter called the "Corporation").

ARTICLE II - PURPOSE

EFFECTIVE DATE  
10-22-96

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under The Florida Business Corporation Act of the State of Florida.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue is 10,000 shares of Common Stock, par value \$.01 per share.

Holders of Common Stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting.

Shares of capital stock of the Corporation that have been issued and subsequently acquired by the Corporation shall constitute issued but not outstanding shares of the same class and series, until canceled or disposed of (whether by resale or otherwise) by the Corporation. If the Board of Directors cancels any such shares, the canceled shares shall constitute authorized and unissued shares of the same class and shall be undesignated as to series.

ARTICLE IV - INITIAL REGISTERED AGENT

The street address of the initial registered office of the Corporation is 200 South Biscayne Boulevard, Miami, Florida 33131; and the name of the initial registered agent of the Corporation at that address is Peninsula Registered Agents, Inc.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and mailing address of the Corporation is 200 South Biscayne Boulevard, Suite 2410, Miami, Florida 33131.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation,

but shall never be less than one. The name and address of the initial director of the Corporation is as follows:

Julie Neitzel  
200 South Biscayne Boulevard, Suite 2410  
Miami, Florida 33131

**ARTICLE VII - CORPORATION'S EFFECTIVE DATE**


This Corporation's existence shall be effective as of October 22, 1996.

**ARTICLE VIII - INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is:

Thomas R. McGuigan  
200 South Biscayne Boulevard  
Miami, Florida 33131

**IN WITNESS WHEREOF**, the undersigned Incorporator has executed these Articles of Incorporation this 22nd day of October, 1996.

  
Thomas R. McGuigan, Incorporator

**CERTIFICATE DESIGNATING THE ADDRESS  
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

**FILED**

96 OCT 23 PM 2:37

TALLAHASSEE, FLORIDA

**WITNESSETH:**

That Flight Ventures, Inc., desiring to organize under the laws of the State of Florida, has named Peninsula Registered Agents, Inc., located at 200 South Biscayne Boulevard, Miami, Florida 33131, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with, and accept the duties and obligations of a registered agent outlined in Section 607.0505, Florida Statutes.

Dated this 22nd day of October, 1996.

Peninsula Registered Agents, Inc.

By: \_\_\_\_\_

*Debra Kirschner*  
Debra Kirschner, Vice President,  
Registered Agent