

P960000098706

Clayton A. Rudd
Panama AvJet, Inc.
2901 E. Las Olas Boulevard
Ft. Lauderdale, FL 33316
(954) 763-5600

December 3, 1996

Secretary of State of Florida
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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-12/04/96--01080--003
*****70.00 *****70.00

RE: Incorporation Papers - Panama AvJet, Inc.

To Whom it may concern:

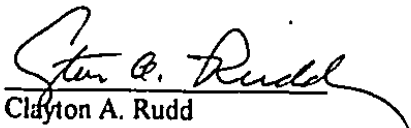
Enclosed, please find two original sets of completed incorporation papers for Panama AvJet, Inc.

In addition, please find a check in the amount of \$70.00 to cover the incorporation cost. When filed, please remit one of the copies to the below listed address.

Clayton A. Rudd
Panama AvJet, Inc.
2901 E. Las Olas Boulevard
Ft. Lauderdale, FL
33316

Thank you for your assistance in this matter.

Sincerely,


Clayton A. Rudd
Incorporator

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DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION

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OE

PANAMA AVJET, Inc.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

Panama AvJet, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

**Panama AvJet, Inc.
Panama City/Bay County International Airport
1000 Jackson Way
Panama City, FL 32405**

ARTICLE III - OFFICERS

The Officers of the corporation are:

President/Director: **Clayton A. Rudd
2901 E. Las Olas Boulevard
Ft. Lauderdale, FL 33301**

ARTICLE IV - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any time is One Hundred Thousand (100,000) shares of common stock at one cent (\$.01) par value each.

ARTICLE V - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Clayton A. Rudd
2901 E. Las Olas Boulevard
Ft. Lauderdale, FL 33301

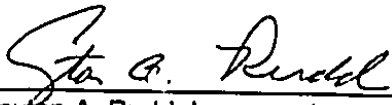
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ARTICLE VI - INCORPORATOR(S)

The name and address of the incorporator to these Article of Incorporation is:

Clayton A. Rudd
2901 E. Las Olas Boulevard
Ft. Lauderdale, FL 33301

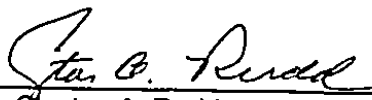
The undersigned has executed these Articles of Incorporation this 2nd day of December, 1996.


Clayton A. Rudd, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent, and to accept service of process for Panama AvJet, Inc., the undersigned accepts such appointment and agrees to act in such capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of duties and is familiar with and accepts the obligations of the position as registered agent.

Dated this 2nd day of December, 1996

By: 
Name: Clayton A. Rudd
Title: Incorporator