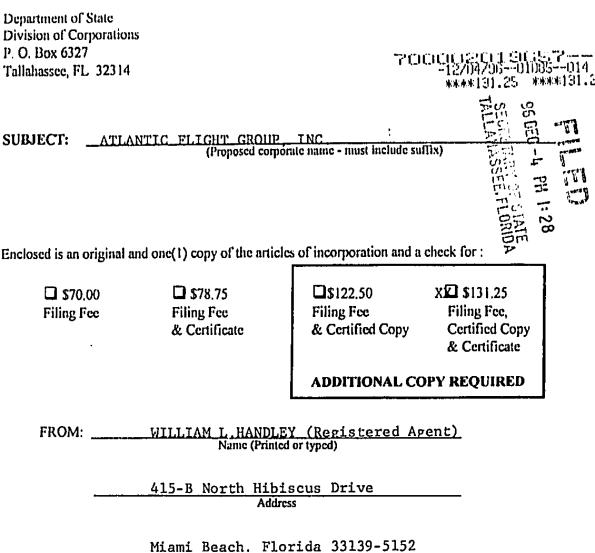
Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314



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.DEC - 6 1996

Fax- 305-532-4300

City, State & Zip

Daytime Telephone number

305- 532-4200

## ARTICLES OF INCORPORATION

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The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Busi Corporation Act, hereby adopt(s) the following Articles of Incorporation.

### **ARTICLE I** NAME

The name of the corporation shall be:

ATLANTIC FLIGHT GROUP, INC.

#### ARTICLE II PRINCIPAL OFFICE

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

Place of Business: 5700 N.W. 36th Street C/O Signature Flight Support

Miami International Airport

Miami, Florida 33122

MAILING ADDRESS: P.O. Box 330525

Miami. Florida 33233

#### ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100

> Leonardo Traficanti 20 Shares Michael Keister 40 Shares Charles W. Eldon II 40 Shares

#### ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

William L. Handley 415-B North Hibiscus Drive Miami Beach, Florida 33139-5152 Phone - 305-532-4200 Fax - 305-532-4300

## ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Michael Keister, President 415-D North Hibiscus Drive Miami Beach, Florida 33139-5152

Charles W. Eldon II, Executive Vice-president and Treasurer

Leonardo Traficanti, Vice-President and Secretary

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

<u>29th</u> day of <u>November</u>, 19<u>96</u>.

(An additional article must be added if an effective date is requested.)

<u>Michael Keister</u>, President

Signature

Charles W. Eldon II EVP & Treasurer

Signature

Leonardo Traficanti, VP & Sect.

ignature

## Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

# CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:	ATLANTIC FLIGHT GROUP, INC.
2. The name and address of the regis	tered agent and office is:
William	L. Handley (NAME)
	orth Hibiscus Drive  x or Mail Drop Box NOT ACCEPTABLE)  FIG. 8  "TI
<u> </u>	each, Florida 33139-5152 (CITY/STATE/ZIP)
corporation at the place designated in agent and agree to act in this capacit	agent and to accept service of process for the approximated in this certificate, I hereby accept the appointment as registered ty. I further agree to comply with the provisions of all statutes erformance of my duties, and I am familiar with and accept the ed agent.
M. A. Hand (SIGNATURE	11/29/96 (DATE)