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

SUBJECT:

ATLANTIC FLIGHT GROUP

(Proposed corporate name - must include sullix) Enclosed is an original and one(1) copy of the articles of incorporation and a check for : XX \$131.25 Filing Fee, Certified Copy & Certificate ...

□ \$78.75 **□\$122.50** \$70.00 Filing Fee Filing Fee Filing Fee & Certificate & Certified Copy ADDITIONAL COPY REQUIRED WILLIAM L. HANDLEY (Registered Agent) Name (Printed or typed) 415-B North Hibiscus Drive Address Miami Beach. Florida 33139-5152 City, State & Zip Fax- 305-532-4300 Daytime Telephone number

ARTICLES OF INCORPORATION

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

ARTICLEI 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 Mismi 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

29th day of November .1996

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

Michael Keister, President

Signature

Charles W. Eldon II EVP & Treasurer

Signature

Leonardo Traficanti, VP & Sect.

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 registe	red agent and office is:
William I	. Handley
	(NAME)
	th Hibiscus Drive $\Xi_{\mathcal{R}}$
(P.O. Box	or Mail Drop Box NOT ACCEPTABLE)
Miami Bea	ich, Florida 33139-5152
	ich, Florida 33139-5152
Union has named as resistant as	9F 2
cornoration at the place designated in	ent and to accept service of process for the Phoye Stated this certificate, I hereby accept the appointment as registered
agent and agre : to act in this capacity.	I further agree to comply with the provisions of all statutes
relating to the proper and complete per	formance of my duties, and I am familiar with and accept the
obligations of my position as registered	agent.
11/1/	
M. A. Hand	11/29/96
(SIGNATURE)	(DATE)