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PRENTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 179394 4312129

AUTHORIZATION : *Patricia Pyjunt*
COST LIMIT : \$ 122.50

96 DEC -6 AM 9:59

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : December 6, 1996

ORDER TIME : 2:59 PM

ORDER NO. : 179394-005

CUSTOMER NO: 4312129

CUSTOMER: Richard Murdoch, Esquire
DICKENSON, MURDOCK, REX, &
SLOAN ESQ.
980 North Federal Highway
Suite 410
Boca Raton, FL 33432

100002022981--0

DOMESTIC FILING

NAME: PALM BEACH AIRPORT SERVICE,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS: _____

RECEIVED
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DIVISION OF CORPORATION

TH
12-9-96

**ARTICLES OF INCORPORATION
OF
PALM BEACH AIRPORT SERVICE, INC.**

FILED
96 DEC -6 AM 9:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I.

NAME

The name of the corporation is:

PALM BEACH AIRPORT SERVICE, INC.

ARTICLE II.

DURATION

This Corporation shall have perpetual existence.

ARTICLE III.

PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV.

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this Corporation is 1450 NW 1ST AVENUE, ,
BOCA RATON, FLORIDA 33432

ARTICLE V.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 980 NORTH FEDERAL HIGHWAY; SUITE 410; BOCA RATON, FLORIDA 33432 and the name of the initial registered agent of this Corporation at that address is RICHARD A. MURDOCH.

ARTICLE VI.

BOARD OF DIRECTORS

This Corporation shall have two (2) directors initially.

The number of directors may be increased or decreased from time to time by the By-Laws.

The name and address of the initial directors are:

JESSE P. GADDIS
PO BOX 950
FT. LAUDERDALE, FLORIDA 33302

and

RODNEY CUNNINGHAM
1450 N. W. 1ST AVENUE
BOCA RATON, FLORIDA 33432

ARTICLE VII.

CAPITAL STOCK

This Corporation is authorized to issue SEVEN THOUSAND FIVE HUNDRED (7,500) shares of ONE DOLLAR (\$1.00) par value stock.

A majority of the outstanding shares shall constitute a quorum at shareholders' meetings unless the By-Laws shall make provision for some lesser percentage of shares (but not less than 33-1/3%).

ARTICLE VIII.

INCORPORATOR

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

RICHARD A. MURDOCH
980 NORTH FEDERAL HIGHWAY; SUITE 410
BOCA RATON, FLORIDA 33432

ARTICLE IX.

POWERS

This Corporation shall have all of the corporate powers enumerated in the Florida Business Corporations Act.

ARTICLE X.

MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in meetings of the Board of Directors by means of a conference telephone as provided by law.

ARTICLE XI.

ACTION BY BOARD OF DIRECTORS WITHOUT A MEETING

The directors of this Corporation may take action by written consent, as provided by law.

ARTICLE XII.

INDEMNIFICATION

The Corporation shall indemnify any officer, director, employee or agent or any former officer, director, employee or agent to the full extent permitted by law.

ARTICLE XIII.

AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles, or any amendments hereto, and any right conferred upon the shareholders is subject to this reservation.


IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 5 day of DECEMBER, 1996.


Richard A. Murdoch

STATE OF FLORIDA

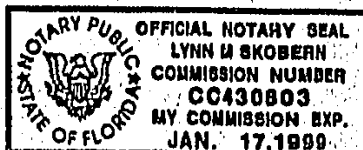
COUNTY OF PALM BEACH

The foregoing Articles of Incorporation were acknowledged before me this 5TH day of DECEMBER 1996, by Richard A. Murdoch. He is personally known to me, or X produced _____ as identification.


NOTARY PUBLIC, State of Florida
[SEAL] **LYNN M. SKOBERN**

Printed Name of Notary/Serial Number

My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT

The undersigned being named as Registered Agent to accept service of process of PALM BEACH AIRPORT SERVICE, INC. at the place designated in these Articles, hereby agrees to act in that capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of those duties.

Date: 5th day of DECEMBER 1996.


Richard A. Murdoch, Esq.

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TALLAHASSEE, FLORIDA