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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: DOLPHIN HOLIDAY FLYING CLUB, INC.
AUDIT NUMBER.....H97000004652
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0 PAGES..... 4
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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
DOLPHIN HOLIDAY FLYING CLUB, INC.

I the undersigned sole subscriber to these Articles of Incorporation, being a natural person competent to contract, hereby endeavor to establish a Florida corporation for profit.

ARTICLE I.

The name of this corporation shall be:
DOLPHIN HOLIDAY FLYING CLUB, INC.

ARTICLE II.

The corporation may engage in any or all lawful business permitted under the laws of the State of Florida.

ARTICLE III.

The maximum authorized capital stock of this corporation shall be One Thousand Shares (1,000) of common stock with a par value of One dollar (\$1.00) per share.

ARTICLE IV.

The street address of the corporation's initial registered office and principal place of business shall be 5350 Northwest 21st Avenue, Fort Lauderdale, Florida 33309. The name of the corporation's initial registered agent at this address shall be Patrick Scott Major. The principal place of business is 5350 Northwest 21st Avenue, Fort Lauderdale, Florida 33309.

M McCLEARY
McCLEARY & McCLEARY, P.A.
7441 Northwest 4th Street
Plantation, Florida 33317-2204
Tel: 954-587-5145
P.02/04

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ARTICLE V.

This corporation shall be managed by the stockholders of the corporation rather than by a board of directors.

ARTICLE VI.

The sole incorporator is Patrick Scott Major of 5350 Northwest 21st Avenue, Fort Lauderdale, Florida 33309.

EXECUTION

Being the sole incorporator, I hereby execute these Articles of Incorporation.



Patrick Scott Major

ACKNOWLEDGMENT

In witness whereof, I hereunto set my hand and seal this 18 day of March, 1997.



Patrick Scott Major

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ACCEPTANCE OF DESIGNATION

Having been named to accept service of process for the above stated corporation as specified in ARTICLE IV., I hereby agree to act in this capacity.



Patrick Scott Major

State of Florida)
County of Broward)

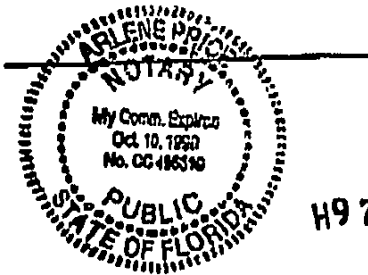
I hereby certify on this 18 day of March, 1997, personally appeared before the undersigned authority, Patrick Scott Major to me well known and known to me to be the person who executed, acknowledged and accepted the designation in these Articles of Incorporation.

Witness my hand and seal in the County and State aforesaid on the above date.



Notary Public

My commission expires:



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