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PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW

FILED

97 APR 30 AM 10:10

TALLAHASSEE, FLORIDA

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RICHARD P. MARKS (1876-1942)
SAM R. MARKS (1885-1973)
HARRY T. GRAY (1890-1975)
FRANCIS P. CONROY, II (1912-1991)
DELBRIE L. GIBBS (1917-1992)

JAMES C. RUNAMAN, JR.
H. FRANKLIN PERRITT, JR.
VICTOR M. HALBACH, JR.
GERALD W. WEEDON
NICHOLAS V. PULIGNANO, JR.
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LEIGH A. STUDDARD
JAMES A. HOENER
L. JOHNSON SARBET, III

OF COUNSEL
RANDAL C. FAIRBANKS

April 24, 1997

EXPIRE DATE

4-24-97

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

Re: CAC Jet Sales, Inc.

Gentlemen:

Enclosed on behalf of the above-referenced corporation are an original and one copy of Articles of Incorporation. Please file the original of the Articles, certify the copy and return the same to us. We have enclosed a check in the amount of \$122.50, representing the filing fee for the Articles (\$35.00), the fee for a certified copy (\$52.50) and the fee for designation of a Registered Agent (\$35.00).

Please do not hesitate to contact the undersigned if you have any questions regarding this matter.

Very truly yours,



Gerald W. Weedon

GWW/dm
Enclosures
cc: Mr. Timothy Vito

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**ARTICLES OF INCORPORATION
OF
CAC JET SALES, INC.**

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**ARTICLE I
NAME AND PRINCIPAL PLACE OF BUSINESS**

4-24-97

The name of this corporation is **CAC JET SALES, INC.**, its principal place of business and mailing address is 855-14 St. John's Bluff Road, Jacksonville, Florida 32211.

**ARTICLE II
NATURE OF BUSINESS**

This corporation is organized for the purpose of and engaging in and transacting in the purchase and sale of aircraft and any or all lawful business permitted under the laws of the State of Florida or any other state and of the United States.

**ARTICLE III
CAPITAL STOCK**

This corporation is authorized to issue one hundred (100) shares of common stock having a par value of One Dollar (\$1.00) per share, which shares shall be and hereby are designated as "Common Shares." Without action by the stockholders, any or all of the authorized shares may be issued by the corporation from time to time for such consideration as may be fixed by the Board of Directors of this corporation.

ARTICLE IV

TERM OF EXISTENCE

The term for which this corporation shall exist shall be perpetual. The effective date of the incorporation shall be the date of signing of these articles.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation in the State of Florida is 1200 Riverplace Boulevard, Suite 800, Jacksonville, Florida 32207 and the name of the initial registered agent of this corporation at that address is Gerald W. Weedon. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have one Director initially. The number of Directors may be increased or diminished, from time to time, by amendment to the Bylaws, but in no event shall the number of Directors be reduced below one (1). The name and address of the initial Director of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
John Timothy Vito	855-14 St. John's Bluff Road Jacksonville, Florida 32211

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
John Timothy Vito	855-14 St. John's Bluff Road Jacksonville, Florida 32211

ARTICLE VIII

BYLAWS

Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaws made by them that such Bylaws shall not be altered, repealed or amended by the Board of Directors.

ARTICLE IX

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaws made by them that such Bylaw shall not be altered, repealed or amended by the Board of Directors.

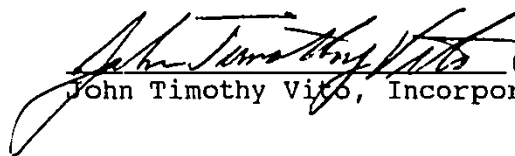
ARTICLE X

SUBSCRIPTION

As of and by the execution of these Articles of Incorporation by the Incorporator, in consideration of the filing of and the premises and covenants contained in these Articles of

Incorporation, the Incorporator hereby subscribes to purchase 100 shares of Common Stock at \$1.00 per share, for a total purchase price for Incorporator of \$100.00, to be paid as shall be determined by the Board of Directors.


IN WITNESS WHEREOF, the undersigned Incorporator, being a natural person competent to contract, has hereunto set his hand and affixed his seal this 24 day of April 24, 1997.

 (SEAL)
John Timothy Vito, Incorporator

STATE OF FLORIDA)
COUNTY OF DUVAL)

BEFORE ME personally appeared John Timothy Vito, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation of CAC JET SALES, INC., and he acknowledged before me that he signed such Articles of Incorporation for the uses and purposes therein set forth.

WITNESS my hand and official seal at Jacksonville, Duval County, Florida, this 24th day of April, 1997.


Notary Public, State of Florida
at Large
My Commission Expires: 6/13/97
(Notarial Seal)

CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF
REGISTERED AGENT
OF
CAC JET SALES, INC.

FILED
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TALLAHASSEE, FLORIDA

Pursuant to Sections 48.091 and 607.034, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon CAC JET SALES, INC., a corporation organized under the laws of the State of Florida, does hereby accept the appointment as such Registered Agent for the above-named corporation, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at 1200 River Place Boulevard, Jacksonville, Florida, 32207.

IN WITNESS WHEREOF, I, such designated Registered Agent, have hereunto set my hand and seal at Jacksonville, Duval County, Florida, on this 29th day of April, 1997.



Gerald W. Weedon
Registered Agent