P970005/430

TRANSMITTAL LETTER

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

SUBJECT: FLY - BY - KNIGHT FLIGHT SERVICES INC.

Enclosed please find an original and one (1) copy of the articles of: incorporation for the above corporation and check in the amount of \$ 70.00.

FROM:

JEFFRY D. KNIGHT

6056 ULMERTON ROAD

CLEARWATER, FL. 34620

(813) - 524 - 6235

20001022063232-5. -06/09/97-01153-006 *****70.00 *****70.00

97 JUN -9 AN 9: 22
SECKET SECKET FLORIDA

Carollo Carollo

ARTICLES OF INCORPORATION

OF

FLY - BY - KNIGHT FLIGHT SERVICES INC.

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following articles of incorporation.

ARTICLE I NAME

The name of this corporation shall be:

FLY - BY - KNIGHT FLIGHT SERVICES INC.

ARTICLE II PRINCIPAL OFFICE

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

6056 ULMERTON ROAD CLEARWATER, FL. 34622

ARTICLE III CAPITAL STOCK

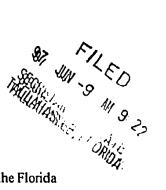
The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

ONE HUNDRED SHARES

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

JEFFRY D. KNIGHT 6056 Ulmerton Road Clearwater, Fl. 34622



ARTICLE V INCORPORATORS

The name and street address of the incorporator to these articles of incorporation is:

Mr. Jeffry D. Knight 17439 1st. Street E Redington Shores, Fl. 33708

The undersigned has executed these Articles of Incorporation this

474. day of **JUNE**, 1997.

Aeffiv D' Knight - President



CERTIFICATE OF DESIGNATION

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: FLY BY KNIGHT FLIGHT SERVICES INC.
- 2. The name and address of the registered agent and office is:

JEFFRY D. KNIGHT 6056 Ulmerton road Clearwater, Fl. 34620

SIGNATURE

TITLE PRESIDENT

DATE 6/4/97

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

DATE