

**CORPORATE
ACCESS,
INC.**

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (904) 222-2666 or (800) 969-1666 . Fax (904) 222-1666

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(CORPORATE NAME & DOCUMENT #)

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SPECIAL INSTRUCTIONS

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ARTICLES OF INCORPORATION

FOR

ExJet Charter, Inc.

FILED
97 JUL -1 PM 12:09
SECRETARY OF STATE
TALLAHASSEE - FLORIDA

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

ARTICLE I - NAME

The name of the corporation is

ExJet Charter, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is 5500 N.W. 21st Terrace, Hanger #18, Ft. Lauderdale, FL 33309.

ARTICLE III - OFFICERS & DIRECTORS

The name and address of the initial officers(s) and director(s) is

Chairman/Director - Edward J. Morse

P/D - Edward J. Morse, Jr.

V/S/T/D - Donald A. MacInnes

V - Richard L. Beaver

V - William Lovejoy

5500 N.W. 21st Terrace

Hanger #18

Ft. Lauderdale, FL 33309

ARTICLE IV - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is five thousand (5,000) shares having a par value of one dollar (\$1.00) per share.

ARTICLE V - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent for this corporation is Les Stracher, Esq., 6363 N.W. 64th Way, Suite 420, Ft. Lauderdale, FL 33309.

ARTICLE VI - INCORPORATOR

The name and address of the incorporator for this corporation is Corporate Access, Inc., 1116-D Thomasville Road, Mount Vernon Square, Tallahassee, Florida 32303.

The undersigned incorporator has executed these Articles of Incorporation this 1st day of July, 1997.



Corporate Access, Inc.
President - Danny Bennett

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501 or 617.0501, 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.

The name of the corporation is

ExJet Charter, Inc.

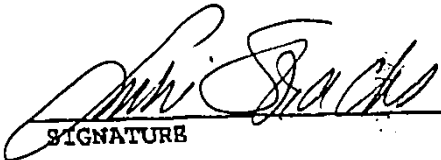
The name and address of the registered agent is

LBS STRACHER, ESQ.

6363 N.W. 6TH WAY, SUITE 420

FT. LAUDERDALE, FL 33309

Having been named registered agent for the stated corporation, I hereby accept the appointment as registered agent and am familiar with and accept the obligations of my position.


SIGNATURE

97 JUL - 1 PM 12:09