# P970 58434

June 12, 1997

**CERTIFIED MAIL** 

RETURN RECEIPT REQUESTED

PARKS, BENNETT AND STEWART

BENJAMIN G. PARKS\*
WEALTH PLANNING & MANAGEMENT LAW
BOARD CERTIFIED TAX LAWYER
FELLOW, THE AMERICAN COLLEGE OF
TRUST & ESTATE COUNSEL

RICHARD K. BENNETT
ESTATE PLANNING & SETTLEMENT
TRUST ADMINISTRATION LAW
REAL PROPERTY LAW
ELDER LAW

DEBORAH A. STEWART
ESTATE PLANNING
REAL ESTATE LAW & TITLE INSURANCE
ART AND ENTERTAINMENT LAW
CIVIL TRIAL

Corporate Records
Florida Department of State
409 E. Gains Street
P.O. Box 6327
Tallahassee, FL 32314

RE: BANNER FLYING, INC.

Ladies and Gentlemen:

Please find enclosed the Articles of Incorporation for the above-mentioned corporation

Trust Account check in the amount of \$122.50 is enclosed representing the following corporation.

\$35.00 - Corporation Filing Fee

\$35.00 - Registered Agent Designation; and

\$52.50 - Certified Copy of Articles

Please return the certified copy to us when it is available.

Thank you for your assistance in this matter. Should you have any questions, please do not hesitate to contact us.

Sincerely,

PARAS, BENNETT AND STEWART

Richard K. Bennett

RKB/cm Encs.

cc: Mr. Nick Saum

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JUL 3 199#

W= 14323

PARKS BUILDING

865 FIFTH AVENUE, SOUTH

NAPLES, FLORIDA 34102 TELEPHONE (941) 262-0400

TELECOPIER (941) 261-8646 E-MAIL: PBSLAW@NAPLES.INFI.NET

\*ADDITIONAL JURISDICTION

GEORGIA

105-110



#### FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

June 18, 1997

RICHARD K BENNETT 865 5TH AVE SO PARKS BUILDING NAPLES, FL 34102

SUBJECT: BANNER FLYING, INC. Ref. Number: W97000014323

FILED 97 JUL -2 FII2: 17

JUN 23 1997

We have received your document for BANNER FLYING, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6904.

Freida Chesser Corporate Specialist

Letter Number: 797A00032639

#### ARTICLÉS OF INCORPORATION OF BANNER FLYING, INC.

I, undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, hereby subscribes to and forms a corporation for profit under the laws of the State of Florida.

## ARTICLE I CORPORATE NAME

The name of this corporation is BANNER FLYING, INC.

# ARTICLE II DURATION

The corporation shall have perpetual existence.

#### ARTICLE III PURPOSE

The corporation is organized for the purpose of transaction any or all lawful business.

### ARTICLE IV CAPITAL STOCK

The maximum number of shares of capital stock that the corporation is authorized to issue and have outstanding is one thousand (1,000) shares, which shall be designated Common Shares with a par value of one dollar (\$1.00) per share.

#### ARTICLE V PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the corporation of the same kind, class, or series as that which he holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE VI INITIAL REGISTERED OFFICE AND AGENT

The address of the principal place of business of the corporation is 144 Flicker Lane, P.O. Box 192, Everglades City, FL 34139.

The name and address of

the initial registered agent of the corporation is RICHARD K. BENNETT, c/o Parks, Bennett and Stewart, 865 Fifth Avenue South, Naples, FL 34102.

LAW OFFICES

PAIKES, BENNETT AND STEWART

865 FIFTH AVENUE, SOUTH

HAPLES, FLORIDA 33940

(613) 828-0400

The shareholders may from time to time select and so communicate, by appropriate notice to the Department of State, another registered office or registered agent or both.

### ARTICLE VII INITIAL BOARD OF DIRECTORS

The corporation shall have one Director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than the number required by applicable law. The name and address of the initial director of the corporation is:

NAME

**ADDRESS** 

**NICK SAUM** 

144 Flicker Lane P.O. Box 192 Everglades City, FL 34139

# ARTICLE VIII INCORPORATOR

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

NAME

**ADDRESS** 

**NICK SAUM** 

144 Flicker Lane P.O. Box 192 Everglades City, FL 34139

### ARTICLE IX BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Director.

### ARTICLE X AMENDMENT

These Articles of Incorporation may be amended in any manner permitted by law.

### ARTICLE XI INDEMNIFICATION

The Corporation shall indemnify its directors, officers, employees, and agents to the full extent permitted by the Florida General Corporation Act.

this	IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation day of, 1997.
	Mid Soun
	Nick Saum, Subscriber

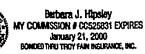
STATE OF FLORIDA COUNTY OF COLLIER

Before me, a Notary Public authorized to take acknowledgments in the County and State set forth above, personally appeared NICK SAUM known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, this \_\_\_\_ 19th \_\_ day of \_\_\_\_\_ May \_\_\_\_\_, 1997.

Notary Public

My Commission Expires:



#### CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHICH PROCESS MAY BE SERVED

Pursuant to the provisions of sections 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.

- 1. The name of the corporation is: BANNER FLYING, INC.
- 2. The name and address of the registered agent and his office is:

### RICHARD K. BENNETT

c/o Parks, Bennett and Stewart 865 Fifth Avenue South Naples, FL 34102

3. The name and address of the corporation's initial Director and his address is:

#### **NICK SAUM**

144 Flicker Lane P.O. Box 192 Everglades City, FL 34139

#### **ACKNOWLEDGMENT**

Having been named to accept service of process of 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 Register Agent.

Richard K Rennett