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LETTER OF TRANSMITTAL

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-09/02/97--01131--005
***122.50 ***122.50

DATE: JULY 1, 1997

SECRETARY OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL. 32314

RE: CORNETT AIR , INC.

GENTLEMEN :

ENCLOSED PLEASE FIND THE ORIGINAL AND ONE COPY OF
THE ARTICLES OF INCORPORATION TOGETHER WITH A CHECK
IN THE AMOUNT OF 122.50.

THIS REPRESENTS THE COST OF FILING FEES. FIND INCLOSED
CERTIFIED COPY OF ARTICELES OF INCORORATION AND FEES
FOR REGISTERED AGENT DESIGNATION FOR THE ABOVE NAMED
CORPORATION.

VERY TRULY YOURS,
TIMOTHY CORNETT

Timothy C. Cornett

(individual's name)

97 SEP -2 PM 2:27

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

MAILING ADDRESS OF
CORPORATION

1129 LAUREL DR.

N. FT. MYERS , FL 33917

PHONE NUMBER

16/1/97

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP -2 PH 2:27

ARTICLES OF INCORPORATIONS

OF

CORNETT AIR INC.

NAME OF CORPORATION

THE UNDERSIGNED SUBSCRIBER (S) TO THESE ARTICLES OF INCORPORATION. NATURAL PERSON (S) COMPETENT TO CONTRACT. HEREBY FORM A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I- CORPORATE NAME

THE NAME OF THE CORPORATION IS :
CORNETT AIR INC.

ARTICLE II - DURATION

THE CORPORATION SHALL EXIST PERPETUALLY UNLESS DISSOLVED ACCORDING TO FLORIDA LAW.

ARTICLE III - PURPOSE

THE CORPORATION IS ORGANISED FOR THE PURPOSE OF ENGAGING IN ANY ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.

ARTICLE IV - CAPITAL STOCK

THE CORPORATION IS AUTHORIZED TO ISSUE 100 SHARES (100) OF COMMON STOCK 100 dollars (100) PAR VALUE COMMON STOCK, WHICH SHALL BE DESIGN "COMMON SHARES)."

ARTICLE V - INITIAL REGISTERED OFFICE AND

AGENT TIMOTHY CORNETT

THE PRINCIPAL OFFICE. IF KNOWN, OR THE MAILING ADDRESS OF THE CORPORATION IS: CORNETT AIR INC.

TIMOTHY CORNETT

ADDRESS: 1129 LAUREL DR
N.FT. MYERS , FL. 33917

THIS CORPORATION SHALL HAVE TWO (2) DIRECTORS OR MORE INITIALLY. THE NUMBER OF DIRECTORS MAY EITHER INCREASED OR DIMINISED FROM TIME TO TIME BY THE BY-LAWS, BUT SHALL NEVER BE LESS THAN ONE (1). THE NAMES AND ADDRESS OF THE INITIAL DIRECTORS OF THE CORPORATION ARE AS FOLLOWS:

NAME TIMOTHY CORNETT
ADDRESS 1129 LAUREL DR
N FORT MYERS, FL. 33917

NAME BRENDA CORNETT
ADDRESS: 1129 LAUREL DR.
N.FT. MYERS, FL 33917

NAME

ARTICLE VII - INCORPORATIONS:

THE NAME AND ADDRESS OF THE INCORPORATORS SIGNING THE
ARTICLES OF THE INCORPORATION THIS - FIRST DAY
OF JULY, 1997

(SEAL) *Timothy C. Cornett* TIMOTHY CORNETT PRES

1129 LAUEL DR

-----N FT. MYERS, FL 33917
S/T *Brenda Cornett* BRENDA CORNETT
1129 LAUEL DR

REG. AGENT *Timothy C. Cornett* FT MYERS, FL 33917
TIMOTHY CORNETT
1129 LAUREL DR
N FT. MYERS, FL. 33917

JULY 1, 1997

STATE OF FLORIDA
COUNTY OF LEE

BEFORE ME, A NOTARY PUBLIC, AUTHORIZED TO TAKE
ACKNOWLEDGEMENTS IN THE STATE AND COUNTY SET FORTH
ABOVE. PERSONALL APPEARED:

TIMOTHY AND BRENDA CORNETT
KNOWN TO ME AND KNOWED TOBE THE PERSON(S) WHO EXECUTED
THE FOREGOING ARTICLES OF INCORPORATION, AND WHO
ACKNOWLEDGED BEFORE ME THAT THEY EXECUTED THESE ARTICLES
OF INCORPORATION.

IN WITNESS WHEREOF, I HAVE HEREUNTO AFFIXED MY HAND AND
SEAL. IN THE STATE AND COUNTY AFORESAID, THIS 1ST,
DAY OF JULY, 1997

Peggy J. Williams

PEGGY J. WILLIAMS NOTARY



My Commission Expires Jul. 18, 1999
Bonded by ANB
No. 0852-5878

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 SEP -2 PM 2:27

CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

CORNETT AIR , INC.

Name of corporation

PURSUANT TO FLORIDA STATUTES SECTION 48.091 AND
607.0501.

THE FOLLOWING IS SUBMITTED :

CORNETT AIR INC.

THE ABOVE CORPORATION DESIRING TO ORGANIZE UNDER THE
LAWS OF THE STATE OF FLORIDA. WITH ITS REGISTERED
OFFICE AS INDICATED IN THE ARTICLES OF INCORPORATION
1129 LAUREL DR

N FT.MYERS , FL. 33917

TIMOTHY CORNETT

HAS NAMED -----

LOCATED AT THE AFORESAID ADDRESS, ITS REGISTERED
AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.

ACKNOWLEDGEMENT

TIMOTHY CORNETT

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF
PROCESS FOR TH ABOVE STATED CORPORATION AT THE PLACE
DESIGNATED IN THIS CERTIFICATE, AND BEING FAMILIAR WITH
OBLIGATIONS OF THAT POSITION. I HEREBY ACCEPT TO ACT IN
IN THIS CAPACITY, AND AGREE TO COMPLY WITH THE
PROVISIONS OF FLORIDA LAW IN KEEPING OPEN SAID OFFICE.

TIMOTHY CORNETT

Timothy C. Cornett

(name of registered agent)