

P97000078042

CUNNINGHAM, ALBRITTON, MILLER, HEFFERNAN,
CRIMELLA & HAMILTON, P.A.

2975 OVERSEAS HIGHWAY
P.O. Box 500938
MARATHON, FLORIDA 33050-0938
(305) 743-9427
FAX: (305) 743-8800

RALPH E. CUNNINGHAM, JR., RETIRED
LAWRENCE E. ALBRITTON
ROBERT K. MILLER

WILLIAM J. HEFFERNAN, JR.
MICHAEL L. CRIMELLA
SHARON I. HAMILTON

September 5, 1997

State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
Attn: New Filings

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-09/08/97--01018--003
****122.50 ****122.50

RE: NorthWing Charters, INC.
Our File No. 97-M-58

Dear Corporation Specialist:

Enclosed please find the original and one copy of the Articles of Incorporation for filing with the State of Florida, in regards to the above referenced new corporation.

Also enclosed is our check payable to the Secretary of State in the amount of \$122.50 for the filing fee.

Thank you for your assistance in this matter.

Ann Morgan GAVE
AUTHORIZATION BY PHONE TO
CORRECT certified
9/9/97
TM

Sincerely,

Ann Morgan
Ann Morgan
Secretary to
Robert K. Miller

FILED
97 SEP -8 PM 3:52
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

/am
Enclosures

TM-9/9/97

ARTICLES OF INCORPORATION

of

NorthWing Charters, INC.

FILED
97 SEP - 8 PM 3:52
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I - NAME.

The name of this corporation is NorthWing Charters, INC.

ARTICLE II - PURPOSE.

The corporation is organized for the purposes of conducting any and all lawful business enterprises permitted under the laws of the State of Florida.

ARTICLE III - CAPITAL STOCK.

This corporation is authorized to issue one hundred (100) shares of common voting stock having no par value.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT.

The street address of the initial registered office of this

corporation is: 2975 Overseas Highway, Marathon, FL 33050

The name of the initial registered agent of this corporation
at that address is: ROBERT K. MILLER

ARTICLE V - BOARD OF DIRECTORS.

This corporation shall have one director initially. The
number of directors may be increased from time to time by the
bylaws.

The name of the initial director is:

ROBERT K. MILLER

The address of the initial director is:

2975 OVERSEAS HIGHWAY
POST OFFICE BOX 500938
MARATHON, FLORIDA 33050

ARTICLE VI - INCORPORATORS.

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

ROBERT K. MILLER,
2975 OVERSEAS HIGHWAY
POST OFFICE BOX 500938
MARATHON, FLORIDA 33050

ARTICLE VII - CORPORATE OFFICE.

The corporate office of the corporation shall initially be located at:

2975 OVERSEAS HIGHWAY
POST OFFICE BOX 500938
MARATHON, FLORIDA 33050


ARTICLE VIII - INDEMNIFICATION.

This corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE IX - AMENDMENT.

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendments hereto.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 5th day of September, 1997.

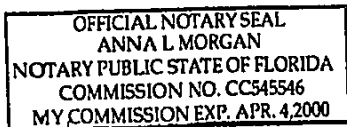

ROBERT K. MILLER
Incorporator/ Director

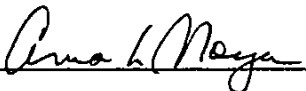
STATE OF FLORIDA)
) SS:
COUNTY OF MONROE)

ACKNOWLEDGMENT

The foregoing instrument was acknowledged before me this 5th day of September, 1997, by ROBERT K. MILLER, who is personally known to me.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal in the State and County aforesaid this 5th day of September, 1997.





NOTARY PUBLIC, State of Florida

My commission expires:

Anna L. Morgan

CERTIFICATE

Designating place of business or domicile for the service of process within Florida, naming agent upon whom process may be served, in compliance with Section 48.091, Florida Statutes, the following is submitted:

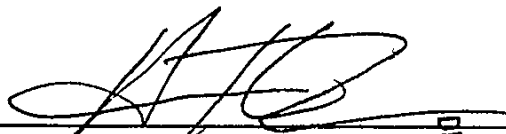
FIRST: NorthWing Charters, INC. desiring to organize or

qualify under the laws of the State of Florida, with its principal place of business at Post Office Box 500938; 2975 Overseas Highway; Marathon, Florida 33050 has named ROBERT K. MILLER, located at: 2975 Overseas Highway Marathon, Florida 33050 as its agent to accept service of process with Florida.



ROBERT K. MILLER
Incorporator/Director

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.



ROBERT K. MILLER
Registered Agent

Dated: September 5, 1997

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA