

P97000083914

TRANSMITTAL LETTER

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

SUBJECT: SCOTT-FREE AVIATION, INC.  
(Proposed corporate name - must include suffix)

400002304334--0  
-03/26/97--01013--001  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

<u>\$70.00</u>	<u>\$78.75</u>	<u>\$122.50</u>	<u>\$131.25</u>
Filing Fee	Filing Fee & Certificate	Filing Fee & Certified Copy	Filing Fee Certified Copy & Certificate

Additional Copy Required

FROM: CURT SCOTT II  
Name (printed or typed)

2525 LAGUNA DR.  
Address

FT. LAUDERDALE, FL 33316  
City, State and Zip

954-943-2999  
Daytime Telephone Number

FILED  
97 SEP 26 AM 10:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

*Handwritten signature and date:*  
9/29/97

97 SEP 26 AM 10:31  
FILED  
SECRET  
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION  
OF  
SCOTT - FREE AVIATION, INC**

I, the undersigned, being of legal age and natural person do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

**ARTICLE I**

The name and initial address of this Corporation shall be: Scott - Free Aviation, Inc.  
2525 Laguna Drive, Fort Lauderdale, FL 33316

**ARTICLE II**

This Corporation may engage in any activity or business permitted under the laws of the State of Florida.

**ARTICLE III**

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

NUMBER OF SHARES AUTHORIZED	PAR VALUE PER SHARE	CLASS OF STOCK
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1,000

.01

Common

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this Corporation.

**ARTICLE IV**

This Corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

## **ARTICLE V**

The initial registered office of this Corporation shall be 2525 Laguna Drive, Fort Lauderdale, Florida, 33316, with the privilege of having its office and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be Curt Scott II.

## **ARTICLE VI**

This Corporation shall have at least two (2) directors with the exact number to be specified by the stockholders from time to time unless the stockholders shall, by a majority vote thereafter, determine that the Corporation be managed by the stockholders.

## **ARTICLE VII**

The name and address of the first director (s) of the Corporation, who shall hold office for the first year or until his/her successor is duly elected and qualified, shall be

<b>NAME</b>	<b>ADDRESS</b>
Curt Scott II President	2525 Laguna Drive Fort Lauderdale, FL 33316

## **ARTICLE VIII**

The name and address of the incorporator is: Curt Scott II, 2525 Laguna Drive, Fort Lauderdale, FL 33316

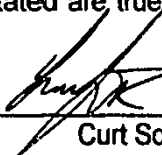
## ARTICLE IX

No contract or other transaction between this Corporation and any other corporation, and no act of this Corporation, shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniary or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniary or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this Corporation, or who is also a director or an officer of such other corporation, or who is interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

## ARTICLE X

This Corporation may indemnify and insure its officers and directors to the fullest extent permitted by law.

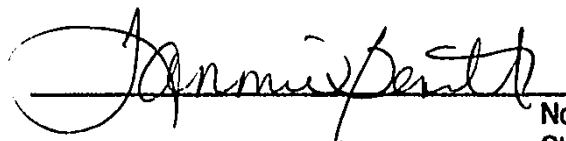
IN WITNESS WHEREOF, I, the undersigned, being the incorporator hereinbefore named, for the purpose of forming a Corporation to business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 24 day of September, 1997.



Curt Scott II

STATE OF FLORIDA       )  
                                      ) SS:  
COUNTY OF BROWARD   )

The foregoing instrument was acknowledged before me on this 24 day of September, 1997, by Curt Scott II, as Incorporator of Scott - Free Aviation, Inc. on behalf of the Corporation.



Notary Public  
State of Florida at Large  
My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICES OF PROCESS WITHIN THIS STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED**


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In compliance with the laws of the State of Florida, the following is submitted:

First — That Scott - Free Aviation, Inc. desiring to organize under the laws of the State of Florida, has named Curt Scott II as its statutory registered agent.

Having been named the statutory agent of the above Corporation at the place designated in this Certificate, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.

Dated this 24 day of SEPTEMBER, 1997.



Curt Scott II  
Registered Agent

FILED  
97 SEP 26 AM 10:31  
SECRET  
TALLAHASSEE, FLORIDA