C T Corporation System

Requestor's Name
660 East Jefferson Street

Address
Tallahassee, FL 32301

City State Zip Phone

CORPORATION(S) NAME

CORPORATION(S) NAME

CORPORATION(S) NAME

CORPORATION(S) NAME

CORPORATION(S) NAME

Clirtine Travel	Trust, tuc	97 0C1 1L 174 TV 130 C6
() NonProfit () Limited Liability Company () Foreign	() Amendment () Dissolution/Withdrawal	() Merger 7
() Limited Partnership () Reinstatement () Limited Liability Partners () Certified Copy	() Photo Copies	() Other () Change of R.A. () Fictitious Name () CUS
() Call When Ready () Walk In () Mail Out	() Call if Problem () Will Wait	() After 4:30 () Pick Up
Name Avallability Document Examiner Updater Veriller Acknowledgment	10/13/97 PLEASE	RETURN EXTREMENT OF CORPORATION

CR2E031 (1-89)



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

October 13, 1997

CT CORPORATION SYSTEM 660 EQAST JEFFERSON ST. TALLAHASSEE, FL 32301

SUBJECT: AIRLINE TRAVEL TRUST, INC.

Ref. Number: W97000023353

We have received your document for AIRLINE TRAVEL TRUST, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

Please return the original and one copy of 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 (850) 487-6934.

Loria Poole Corporate Specialist

Letter Number: 797A00050057

Walk-In Pick-UP

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 3231

ARTICLES OF INCORPORATION OF AIRLINE TRAVEL TRUST, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be: Airline Travel Trust, Inc.

The principal place of business of this corporation shall be: 100 Second Avenue South, Suite 303N St. Petersburg, FL 33701-4301

ARTICLE II: NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory, or nation.

ARTICLE III: CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: 1,000 shares, par \$.01.

ARTICLE IV: TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V: OFFICERS AND DIRECTORS

The name and street address of the initial officer and director, if any, who shall hold office the first year of the corporation's existence or until a successful is elected, is:

Joan Brandano 100 Second Avenue South, Suite 303N St. Petersburg, FL 33701-4301

ARTICLE VI: INCORPORATION

The name and street address of the incorporator to these Articles of Incorporation is:

Abigail R. Hechtman, Esq.

c/o Brown, Rudnick, Freed & Gesmer

One Financial Center

Boston, MA 02111

ARTICLE VII: REGISTERED AGENT

The name and Florida street address of the initial registered agent are:

C T Corporation System

1200 South Pine Island Road
Plantation, FL 33324

IN WITNESS WHERE OF, the undersigned incorporation has executed these
Articles of Incorporation this in day of October, 1997.

Hechtman, Incorporator

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HAVING BEEN NAMED AS REGISTERED AGENT AND TO RECEIVE SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THESE PROVISIONS, 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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

DATE: 10/14/97

CT CORPORATION SYSTEM

BY: Comie Ruy

Connie Bryan, Special Assistant Secretary

97 OCT 14 PM IZ: 27
SECRETARY OF STATE