

P98000000651



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 656692 5011226

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 122.50

ORDER DATE : January 5, 1998

ORDER TIME : 9:13 AM

ORDER NO. : 656692-005

CUSTOMER NO: 5011226

CUSTOMER: Guy S. Haggard, Esq
GRAY HARRIS & ROBINSON

200002389072--4

S.e. Bank Building, Suite 1200
201 E. Pine Street
Orlando, FL 32801

DOMESTIC FILING

NAME: LIBERTY AVIATION CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

FILED
98 JAN -5 PM 2:22
RECEIVED
98 JAN -5 AM 9:59
SECRETARY OF STATE
DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA

Dmc 1/5/98

ARTICLES OF INCORPORATION
OF
LIBERTY AVIATION CORPORATION

FILED
98 JAN -5 PM 2:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is LIBERTY AVIATION CORPORATION. The mailing address of the corporation shall be 310 West Central Parkway, Suite 7000, Altamonte Springs, Florida 32714.

ARTICLE II - DURATION

This corporation shall exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7500 shares of \$1.00 par value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation shall be:

201 East Pine Street, Suite 1200
Orlando, Florida 32819

The name of the initial registered agent of this corporation at that address shall be:

Guy S. Haggard

ARTICLE VI - INITIAL BOARD OF DIRECTORS

A. This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1).

B. The name and address of the initial director of this corporation is as follows:

<u>Name</u>	<u>Street Address</u>
William M. Mikkelson	310 West Central Parkway Suite 7000 Altamonte Springs, Florida 32714

ARTICLE VII - INCORPORATOR

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

<u>Name</u>	<u>Address</u>
Guy S. Haggard	210 East Pine Street Suite 1200 Orlando, Florida 32801

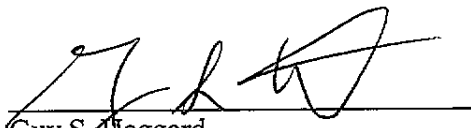
ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX - AMENDMENT

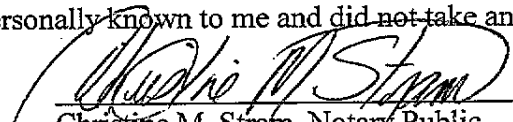
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 31st day of December, 1997.

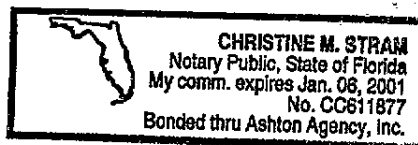

Guy S. Haggard
Incorporator

STATE OF FLORIDA)
)
COUNTY OF ORANGE)

The foregoing Articles of Incorporation were acknowledged, before me, on December 31, 1997 by Guy S. Haggard. The Incorporator is personally known to me and did not take an oath.


Christine M. Stram, Notary Public

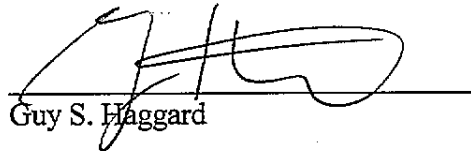
My Commission Expires:



CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

FILED
98 JAN -5 PM 2:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as the registered agent in the Articles of Incorporation of Liberty
Aviation Corporation. I hereby accept and agree to act in this capacity.


Guy S. Haggard