

P98000033960

HOLLAND & KNIGHT

Requestor's Name

315 SOUTH CALHOUN STREET

Address

Tallahassee, Florida 32301

City/State/Zip

Phone #

224-7000

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Paxson Aviation Corporation
(Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

FILED
98 APR 14 PM 2:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

☒ Walk in

☒ Pick up time 4:00

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

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****122.50 ****122.50

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

RECEIVED
98 APR 14 AM 11:37
DIVISION OF CORPORATION

Examiner's Initials

452414

**ARTICLES OF INCORPORATION
OF
PAXSON AVIATION CORPORATION**

The undersigned, acting as incorporator of PAXSON AVIATION CORPORATION under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is:

PAXSON AVIATION CORPORATION

ARTICLE II. ADDRESS

The mailing address of the corporation is:

601 Clearwater Park Road
West Palm Beach, Florida 33401

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence at 8:00 A.M. on the date of filing of these Articles of Incorporation.

ARTICLE IV. PURPOSE

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$.01 per share.

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ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 701 Brickell Avenue, Suite 3000, Miami, Florida 33131 and the name of the corporation's initial registered agent at that address is Intrastate Registered Agent Corporation c/o Holland & Knight, LLP.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The name and street address of the initial directors are:

<u>Name</u>	<u>Address</u>
Lowell W. Paxson	601 Clearwater Park Road West Palm Beach, Florida 33401
Devon W. Paxson	601 Clearwater Park Road West Palm Beach, Florida 33401

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is:

<u>Name</u>	<u>Address</u>
Bernard A. Barton, Jr.	400 North Ashley Drive Suite 2300 Tampa, Florida 33602

The incorporator of the corporation assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

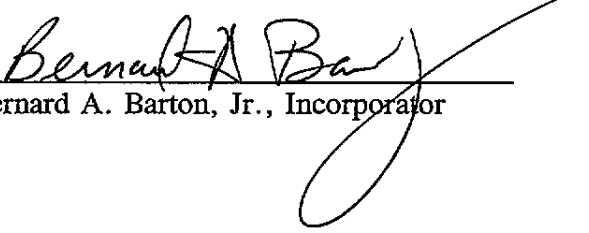
ARTICLE IX. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE X. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 13th day of April, 1998.




Bernard A. Barton, Jr., Incorporator

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That PAXSON AVIATION CORPORATION desiring to organize under the laws of the State of Florida with its principal place of business in Palm Beach, Florida, has named Intrastate Registered Agent Corporation c/o Holland & Knight, LLP, located at 701 Brickell Avenue, Suite 3000, Miami, Florida 33131 as its agent to accept service of process within the State of Florida.


Bernard A. Barton, Jr., Incorporator

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TALLAHASSEE, FLORIDA

ACKNOWLEDGMENT:

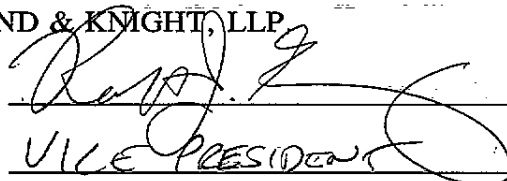
Having been named to accept service of process for the above state corporation, at the place designated in this certificate, Intrastate Registered Agent Corporation hereby agrees to act in this capacity. Further, Intrastate Registered Agent Corporation certifies that it is familiar with and agrees to comply with the provisions of all statutes, including the duties and obligations provided for in Section 607.0505, Florida Statutes, relative to the proper and complete performance of those duties imposed by law.

**INTRASTATE REGISTERED AGENT CORPORATION
C/O HOLLAND & KNIGHT, LLP**

By:

Title:

Date:


VICE PRESIDENT
APRIL 13, 1998