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May 1, 1998

VIA FEDERAL EXPRESS

Florida Department of State  
The Capitol, PL-2  
Tallahassee, Florida 32399-0250

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-05/05/98-01139-018  
\*\*\*\*122.50 \*\*\*\*122.50

Attention: Corporate Division

Re: Air Orlando Acquisition, Inc.

Dear Sir or Madam:

Please find enclosed duplicate originals of the Articles of Incorporation for Air Orlando Acquisition, Inc., together with our check payable to the Florida Department of State for \$122.50 representing the \$35.00 filing fee, the \$35.00 fee for designation of registered agent, and \$52.50 for the certified copy fee.

If the enclosed meets with your approval, please file the Articles and return the clocked-in duplicate original to us in the enclosed, self-addressed, federal express envelope.

If you have any questions or problems with the enclosed documents, please do not hesitate to contact us. Thank you for your prompt attention to this matter.

Yours very truly,

*Elizabeth L. Davis*

Elizabeth L. Davis  
Paralegal/Office Manager

FILED  
MAY -5 PM 2:56  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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:eld  
Enclosures

*5/6/98*

**ARTICLES OF INCORPORATION**  
**OF**  
**AIR ORLANDO ACQUISITION, INC.**

**FILED**  
98 MAY -5 PM 2:56  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, acting as incorporator of this Corporation pursuant to Chapter 607 of the Florida Statutes, hereby forms a corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such Corporation:

**ARTICLE I – NAME OF CORPORATION**

The name of the Corporation shall be Air Orlando Acquisition, Inc.

**ARTICLE II – PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office of this Corporation shall be located at the Orlando Executive Airport, 400 Herndon Avenue, Suite 109, Orlando, FL 32803. The mailing address of the Corporation shall be Post Office Box 141087, Orlando, Florida 32814-1087.

**ARTICLE III – CAPITAL STOCK**

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is ten thousand (10,000) shares of common stock having a par value of Ten Cents (\$0.10) per share.

**ARTICLE IV – INITIAL REGISTERED OFFICE  
AND REGISTERED AGENT**

The initial street address of the registered office of this Corporation in the State of Florida shall be 1200 S. Pine Island Road, Plantation, Florida 33324. the Board of Directors may from time to time move the registered office to any other address in Florida. The name of the initial registered agent of this Corporation is CT Corporation System. The Board of Directors may from time to time designate a new registered agent.

**ARTICLE V – INCORPORATOR**

The name and address of the incorporator of this Corporation is:

**Name**

**Address**

Keith W. Furlong

Orlando Executive Airport  
400 Herndon Avenue, Suite 109  
Orlando, FL 32803

**ARTICLE VI – PURPOSE**

The general purpose for which this Corporation is organized shall be to conduct and transact any and all lawful business authorized or not prohibited by Chapter 607 of the Florida Statutes, as the same may be from time to time amended.

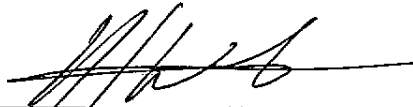
**ARTICLE VII – DATE OF EXISTENCE**

This Corporation shall exist perpetually, commencing on the date of filing of these Articles of Incorporation.

**ARTICLE VIII – INDEMNIFICATION**

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

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Charleston, South Carolina, this 30<sup>th</sup> day of April, 1998.



\_\_\_\_\_  
Keith W. Furlong

Having been named as registered agent for the above mentioned Corporation, at the place designated in the foregoing Articles of Incorporation, the undersigned corporation hereby accepts such designation and agrees to act in such capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties as registered agent. The undersigned corporation is familiar with, and accepts the duties and obligations of, Section 607.0505 of the Florida Statutes.

CT CORPORATION SYSTEM

By: [Signature]

Name: JENNIFER FAULTMAN

Title: ASSISTANT SECRETARY

Date: 5-4, 1998

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**FILED**  
98 MAY -5 PM 2:56  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA