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June 17, 1998

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

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-06/19/98--01031--002  
\*\*\*122.50 \*\*\*122.50

Re: Flybly, Co.  
4355 Hidden River Road  
Sarasota, Florida 34240-8637

Dear Ladies and Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

If you have any questions or need anything further, please contact me at my home number, 941-322-1325.

Very truly yours,



Cornelis H. de Blij

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

*Handwritten initials and date: MM 6-22-98*

**ARTICLES OF INCORPORATION**  
**OF**  
**FLYBLY, CO.**

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

**ARTICLE I**

**CORPORATE NAME**

The name of the corporation is: Flybly, Co.

**ARTICLE II**

**DURATION**

This corporation shall exist perpetually unless dissolved according to Florida law.

**ARTICLE III**

**PURPOSE**

The general purpose of the business to be transacted by the corporation shall be to distribute and trade aircraft and related items and to consult on such matters.

To acquire by purchase, subscription or otherwise, and to hold as investment or otherwise, any bonds or other securities as evidences of indebtedness, or any shares of capital stock created or issued by any other corporation or corporations, association or associations, of

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any state, district, territory or country; to purchase, hold as an investment or otherwise, sell, assign, transfer, mortgage, pledge or otherwise dispose of stocks, bonds or other securities or evidences of indebtedness created or issued by any other corporation or corporations, association or associations, and while the owner, holder or pledgee of such stock, or security, to exercise all the rights, powers and privileges of ownership, including the right to vote thereon; to aid in any lawful manner any corporation or association of which the bonds, or other securities, or evidences of indebtedness, or stocks are held by this corporation, and to do any and all lawful acts or things designed to protect, preserve, improve or enhance the value of any such bonds, or other securities, or evidence of indebtedness created by any such corporation;

To acquire by purchase or otherwise the goodwill, business property rights, franchises and assets of every kind, and undertake either wholly or in part the liabilities of any person, firm, association or corporation engaged in any business similar to these purposes, and to take up any business, similar or incidental to the business in which this corporation is engaged, as a going concern or otherwise: (1) by purchase of the assets thereof wholly or in part; (2) by acquisition of the capital or any part thereof, or (3) in any other manner, and to pay for the same in cash, the stocks or bonds of this corporation, or partly in cash and partly in such stock or bonds or otherwise, to hold, maintain and operate or in any manner dispose of the whole or any part of the goodwill, business rights and property so acquired; and to conduct in any lawful manner the whole or any part of any business so acquired and to exercise all the powers necessary or convenient in and about the management of such business;

To purchase and otherwise acquire, sell and otherwise dispose of, deal in and deal with personal property of all kinds, including patents, patent rights, copyrights, trademarks and including business concerns and undertakings;

To act as agent or representative for corporations, associations, firms and individuals and as such to develop, improve and extend trade and business interests or corporation, association, firms and individuals;

To borrow money, to give its promissory notes or other evidences of indebtedness therefore, to make and enter into indenture of trust agreements, to make and issue its debenture

bonds or certificates of indebtedness, payable to bearer or otherwise, with or without interest coupons attached, and in addition to such interest, until such certificates of indebtedness or debenture bonds are discharged but not thereafter, with or without participation in the earnings, or a share of the earnings of the corporation, and to issue bonds and secure the same by mortgage, deed of trust or otherwise on all or any part of its assets, for any of the purposes of the corporation;

To make by-laws and regulations not inconsistent with the constitution or laws of the United States, or of this State, or of the Articles of Incorporation of the corporation; to have one or more offices, to carry on all or any of its operations and business and without restrictions or limit as to amount, to purchase or otherwise acquire, hold, own, mortgage, sell, convey or otherwise dispose of real and personal property of every class and description and for the purposes of attaining or furthering any of its objects or purposes, the corporation shall have the power to do any and all such other incidental acts and things and to exercise any and all other powers which a co-partnership or natural person could do and exercise, as may be authorized by Law; and

To transact any or all lawful business.

The several clauses contained in this statement of purposes shall be construed as both purposes and powers, and the statements contained in each clause shall, except where otherwise expressly stated, be in no wise limited or restricted by reference to or inference from the terms of any other clause but shall be regarded as independent purposes and powers, rights or privileges given by law to corporations.

## **ARTICLE IV**

### **CAPITAL STOCK**

The corporation is authorized to issue 1,000 shares of common stock, par value \$1.00 per share.

## **ARTICLE V**

### **INITIAL PRINCIPAL OFFICE**

The street address of the initial principal office and the mailing address is: 4355 Hidden River Road, Sarasota, Florida 34240-8637.

## **ARTICLE VI**

### **INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office and the name of the initial registered agent at the office is: Cornelis H. de Blij, 4355 Hidden River Road, Sarasota, Florida 34240-8637.

## **ARTICLE VII**

### **INITIAL BOARD OF DIRECTORS**

This corporation shall have two (2) directors 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 two

(1). The name and address of the initial directors of the corporation are as follows:

Cornelis H. de Blij	4355 Hidden River Road Sarasota, Florida 34240-8637
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Margaretha H. de Blij	4355 Hidden River Road Sarasota, Florida 34240-8637
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**ARTICLE VIII**  
**INCORPORATORS**

The name and address of the incorporator signing these Articles of Incorporation is as follows:

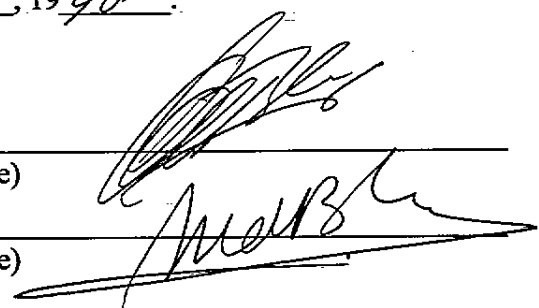
Cornelis H. de Blij	4355 Hidden River Road Sarasota, Florida 34240-8637
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Margaretha H. de Blij	4355 Hidden River Road Sarasota, Florida 34240-8637
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The undersigned incorporator has executed these Articles of Incorporation this 17<sup>th</sup> day of JUNE, 1998.

\_\_\_\_\_  
(Signature)

\_\_\_\_\_  
(Signature)



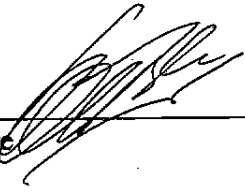
CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

FLYBLY, CO.

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted: The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 4355 Hidden River Road, Sarasota, Florida 34240-8637 has named Cornelis H. de Blij located at the aforesaid address, as its registered agent to accept service of process within this state.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature



Date

06/17/98

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