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Biernacki & Bauer P.A.

ATTORNEYS AT LAW

RAYMOND A. BIERNACKI, JR.
KIRK T. BAUER
IVAN K. CLEMENTS, JR.

POST OFFICE BOX 459
223 SOUTH WOODLAND BOULEVARD
DeLAND, FLORIDA 32721-0459

TELEPHONE: 904/ 734-3313
FAX: 904/ 738-0424
E MAIL: bandb@maginet.net

July 6, 1998

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

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-07/09/98--01044--020
*****70.00 *****70.00

RE: FALCON FLIGHT CENTER, INC.

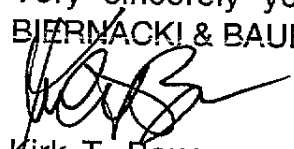
Dear Sirs:

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for \$70.00 from:

FALCON FLIGHT CENTER, INC.
309 Fifth Avenue
Daytona Beach, Florida 32118

Please file these Articles of Incorporation and provide us with the date incorporation was approved.

Very sincerely yours,
BIERNACKI & BAUER, P.A.


Kirk T. Bauer

KTB:mh
Enclosure

FILED
98 JUL -9 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. SMITH JUL 13 1998

ARTICLES OF INCORPORATION

OF

FALCON FLIGHT CENTER, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation:

Article I

The name of the corporation shall be: FALCON FLIGHT CENTER, INC.

Article II

The principal place of business shall be: 309 Fifth Avenue, Daytona Beach, Florida 32118 and the mailing address of this corporation is P. O. Box 62, DeLand, Florida 32721-0062.

Article III

This corporation may engage or transact in 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 IV

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100 shares.

Article V

The name and address of the initial registered agent is:

WILLIAM VEIGA
309 Fifth Avenue
Daytona Beach, Florida 32118

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TALLAHASSEE, FLORIDA

Article VI

This corporation is to exist perpetually.

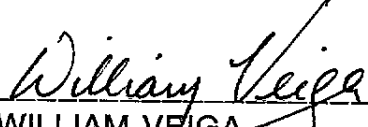
Article VII


The names and street addresses of the incorporators to these Articles of Incorporation are:

WILLIAM VEIGA
309 Fifth Avenue
Daytona Beach, Florida 32118

VICTOR E. JOHNSON
P. O. Box 741351
Orange City, Florida 32774-1351

The undersigned incorporators have executed these Articles of Incorporation this 2nd day of July, 1998.



WILLIAM VEIGA


VICTOR E. JOHNSON

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: FALCON FLIGHT CENTER, INC.
2. The name and address of the registered agent and office is:

WILLIAM VEIGA
309 Fifth Avenue
Daytona Beach, Florida 32118

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.

William Veiga
(SIGNATURE)

7/2/98
(DATE)

DIVISION OF CORPORATIONS
P. O. BOX 6327, TALLAHASSEE, FL 32314

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TALLAHASSEE, FLORIDA