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ACCOUNT NO. : 072100000032

REFERENCE : 977748 169624A

AUTHORIZATION :

Patricia Pizut

COST LIMIT : \$ 70.00

ORDER DATE : September 29, 1998

ORDER TIME : 12:55 PM

ORDER NO. : 977748-005

CUSTOMER NO: 169624A

200002651782--9

CUSTOMER: Ms. Joan C. Zaks
BUCKINGHAM DOOLITTLE &
BURROUGHS
5551 Ridgewood Drive

Naples, FL 33963

DOMESTIC FILING

NAME: COLLIER FLIGHT MANAGEMENT,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

g 9/30/98

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 29 AM 10:19

RECEIVED

98 SEP 29 PM 2:38

DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION
OF
COLLIER FLIGHT MANAGEMENT, INC.**

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THE UNDERSIGNED, acting as sole incorporator of a corporation to be formed under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

FIRST: The name of the corporation (the "Corporation") is:

COLLIER FLIGHT MANAGEMENT, INC.

SECOND: The initial principal office and mailing address of the Corporation is:

3001 Tamiami Trail N.
Suite 207
Naples, FL 34103

THIRD: The aggregate number of shares that the Corporation is authorized to issue is TEN THOUSAND (10,000) shares of common stock and the par value of each share shall be TEN CENTS (\$.10). Par value shall have no effect on the Corporation's capital structure.

FOURTH: The street address of the initial registered office of the Corporation is:

3001 Tamiami Trail N.
Suite 207
Naples, FL 34103

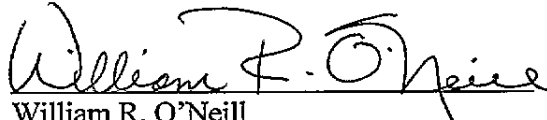
and the name of the Corporation's initial registered agent at such address is:

Joseph I. Perkovich

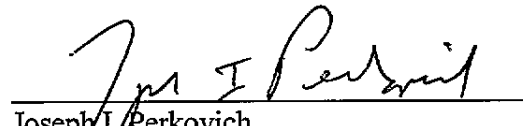
FIFTH: The name and address of the sole incorporator is:

William R. O'Neill
Buckingham, Doolittle & Burroughs, LLP
5551 Ridgewood Dr.
Naples, FL 34108

IN WITNESS WHEREOF, the undersigned, being the sole incorporator herein before named, for the purpose of forming a corporation under the Florida Business Corporation Act, has executed these Articles of Incorporation this 10th day of September, 1998.


William R. O'Neill
Sole Incorporator

I, Joseph I. Perkovich, having been designated to act as registered agent, hereby agree to act in this capacity.


Joseph I. Perkovich
Initial Registered Agent

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