

P98000084810

FILING COVER SHEET

REFERENCE: 0174. 4024  
DATE: 10-2-98  
CONTACT: CINDY HICKS  
FROM: CORPORATE & CRIMINAL RESEARCH SERVICES  
103 N. MERIDIAN STREET  
TALLAHASSEE, FL 32301  
TELEPHONE: 222-1173  
SUBJECT: Sarasota Airways, Inc

STATE FEES PREPAID WITH CHECK # 3332 FOR \$ 78.75

PLEASE FILE:

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|--|--|--|
| <input checked="" type="checkbox"/> ARTICLES OF INC. | <input type="checkbox"/> AMENDMENT           | <input type="checkbox"/> DISSOLUTION   |
| <input type="checkbox"/> ANNUAL REPORT               | <input type="checkbox"/> MERGER              | <input type="checkbox"/> WITHDRAWAL    |
| <input type="checkbox"/> QUALIFICATION               | <input type="checkbox"/> LIMITED PARTNERSHIP | <input type="checkbox"/> ANNUAL REPORT |
| <input type="checkbox"/> FICTITIOUS NAME             | <input type="checkbox"/> LIMITED LIABILITY   | <input type="checkbox"/> REINSTATEMENT |
| <input type="checkbox"/> TRADEMARK/SERVICE           | <input type="checkbox"/> UCC-1               | <input type="checkbox"/> UCC-3         |

PROVIDE US WITH:

- |  |  |                                       |
|--|--|---------------------------------------|
| <input checked="" type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF STATUS | <input type="checkbox"/> STAMPED COPY |
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Examiner's Initials

300002654383-2  
-10/02/98-01056-003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RECEIVED  
98 OCT -2 AM 11:37  
DIVISION OF CORPORATION  
TALLAHASSEE, FLORIDA  
98 OCT -2 PM 12:45  
FILED  
SECRETARY OF STATE

FILED

98 OCT -2 PM 12:45

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
SARASOTA AIRWAYS, INC.

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is:

SARASOTA AIRWAYS, INC.

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 Shares of Common Stock having a par value of \$1.00 per share.

ARTICLE V - PRINCIPAL OFFICE

The address of the principal place of business of this Corporation shall be:

c/o Dolphin Aviation Terminal  
8191 N. Tamiami Trail  
Sarasota, Florida 34243

and, the mailing address of this Corporation shall be:

c/o Dolphin Aviation Terminal  
8191 N. Tamiami Trail  
Sarasota, Florida 34243

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The registered agent and street address of the registered office of this Corporation is:

David W. Berger : c/o Dolphin Aviation Terminal  
8191 N. Tamiami Trail  
Sarasota, Florida 34243

ARTICLE VII - DIRECTORS

This Corporation shall have four (4) Directors initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

Jose Alberto Avila	511 Putter Lane Longboat Key, Florida 34228
Samuel C. Logan	1400 Quail Drive Sarasota, Florida 34231
Mark P. Famiglio	1247 Mandalay Point Sarasota, Florida 34242
David W. Berger	7570-90 Commerce Court Sarasota, Florida 34243

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

ARTICLE IX - INCORPORATOR

The name and street address of each incorporator to these Articles of Incorporation is:

David W. Berger	c/o Dolphin Aviation Terminal 8191 N. Tamiami Trail Sarasota, Florida 34243
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The undersigned has executed these Articles this 29 day  
of September, 1998.

  
\_\_\_\_\_  
David W. Berger

"INCORPORATOR"

Having been named as Registered Agent and to accept service of process for SARASOTA AIRWAYS, INC. at the place designated in the Articles, 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.

9/29/98  
Date

David W. Berger  
David W. Berger

"REGISTERED AGENT"

FILED  
98 OCT -2 PM 12:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

(KDD:gkm\8898-2\Sarasota Airways Articles.298933)