

PA8000091969



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 012041 4327828

AUTHORIZATION :

Patricia Pigato

COST LIMIT : \$ 78.75

ORDER DATE : October 28, 1998

ORDER TIME : 11:12 AM

ORDER NO. : 012041-005

CUSTOMER NO: 4327828

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CUSTOMER: Stuart J. Haft, Esq
ALLEY MAASS ROGERS & LINDSAY,
ALLEY MAASS ROGERS & LINDSAY,
321 Royal Poinciana Pl., South

Palm Beach, FL 33480-0431

DOMESTIC FILING

NAME: FAIR WIND AVIATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

10/29/98

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 28 AM 9:37

DIVISION OF CORPORATION
98 OCT 28 PM 1:12
RECEIVED

**ARTICLES OF INCORPORATION
OF
FAIR WIND AVIATION, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 28 AM 9:37

Article I - Name

The name of this corporation is FAIR WIND AVIATION, INC.

Article II - Duration

This corporation shall have perpetual duration commencing on the date of filing these Articles with the State of Florida.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV - Capital Stock

This corporation is authorized to issue 10,000 shares of ONE DOLLAR (\$1.00) par value common stock.

Article V - Preemptive Rights

Every shareholder, upon the sale of any unissued stock of this corporation for cash, assets or other consideration, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article VI - Principal Office; Mailing Address

The principal office address and the mailing address of this corporation is 3071 Continental Drive, Suite 103, West Palm Beach, Florida 33407.

Article VII - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is c/o Alley, Maass, Rogers & Lindsay, P.A., 321 Royal Poinciana Plaza, South, Palm Beach, Florida and the name of the initial registered agent of this corporation at that address is DAVID H. BAKER.

Article VIII- Incorporator

The name and address of the person signing these Articles is DAVID H. BAKER, 321 Royal Poinciana Plaza, South, Palm Beach, Florida 33480.

Article IX - Indemnification

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

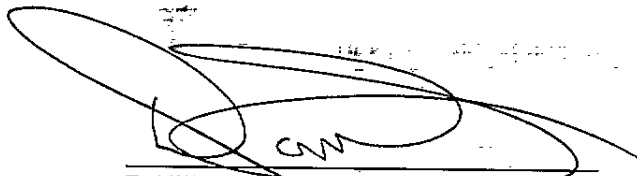
Article X - By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

Article XI - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 27th day of October, 1998.

A large, stylized handwritten signature in black ink, appearing to read 'DAVID H. BAKER', is written over a horizontal line.

DAVID H. BAKER
Incorporator

Acceptance of Designation

The undersigned, DAVID H. BAKER, hereby accepts the designation of himself as registered agent for this corporation and agrees to serve in compliance with all applicable Florida Statutes.



DAVID H. BAKER

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