

Division of Corporations

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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

PEB Aviation, Inc.

Certificate of Status	0
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**ARTICLES OF INCORPORATION
OF
PEB AVIATION, INC.**

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation:

Article I

Name

The name of this corporation shall be PEB Aviation, Inc.

Article II

Principal Office and Mailing Address

The principal place of business and mailing address of this corporation shall be 113 Linkside Circle, Ponte Vedra Beach, Florida 32082.

Article III

Capital Stock

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1,000,000 shares of common stock having a par value of \$0.01 per share.

Article IV

Initial Registered Agent and Address

The street address of the initial registered office of this corporation is 113 Linkside Circle, Ponte Vedra Beach, Florida 32082, and the initial registered agent at that office is James I. Vance Berry, Jr.

Article V

Incorporator

The name and street address of the incorporator of this corporation are:

James I. Vance Berry, Jr.
113 Linkside Circle
Ponte Vedra Beach, Florida 32082

Prepared By:

James I. Vance Berry, Jr.
McGuire Woods Battle & Booth-LLP
P. O. Box 4099, Jacksonville, Florida 32201
(904) 798-3200
Florida Bar No.: 0281751

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Article VI
Duration

This corporation shall exist perpetually.

Article VII
Purposes

This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States of America and of the State of Florida.

Article VIII
Directors

(a) This corporation shall have three directors initially. The number of directors may be increased or decreased from time to time as provided in the bylaws, but shall never be less than one.

(b) The names and street addresses of the initial directors of the corporation are:

James I. Vance Berry, Jr. 113 Linkside Circle
Ponte Vedra Beach, FL 32082

Richard I. Polisner 249 North Wind Ct.
Ponte Vedra Beach, FL 32082

Jefferson R. Edwards, III 9011 Kings Colony Rd.
Jacksonville, Florida 32257

(c) The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation the 10th day of December, 1998.


James I. Vance Berry, Jr.

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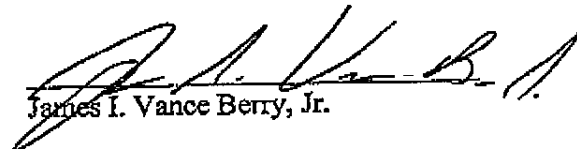
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**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Sections 48.091, 607.0501 and 607.0505, Florida Statutes, the following is submitted:

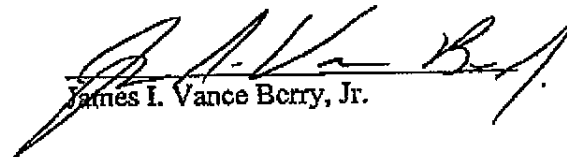
PEB Aviation, Inc., desiring to organize or qualify under the laws of the State of Florida hereby designates James I. Vance Berry, Jr. as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 113 Linkside Circle, Ponte Vedra Beach, Florida 32082.

DATED this 12 day of December, 1998.


James I. Vance Berry, Jr.

Having been named as registered agent to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to 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.

DATED this 12 day of December, 1998.


James I. Vance Berry, Jr.

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