Aviation Legal Group, P.A.

January 11, 1999

Via FedEx Domestic Airbill Tracking No.:

801409709367

999000004106

Division of Corporations Florida Department of State 409 E. Gaines Street Tallahassee, FL 32399

800002737748--2 -01/12/99--01034--016 *****70.00 *****70.00

RE: ORLANDO FLIGHT TRAINING, INC.

Dear Ladies and Gentlemen:

Enclosed please find the Articles of Incorporation for Orlando Flight Training, Inc. and check number 1185 drawn on the trust account of Aviation Legal Group, P.A. in the sum of Seventy United States Dollars (US\$70.00) and made payable to the Florida Secretary of State, Division of Corporations.

I have also enclosed a copy of the Articles of Incorporation. Please return the photocopy to the undersigned in the self-addressed, postage-paid, Federal Express envelope (airwaybill # 801409709356) provided for that purpose. Thank you in advance for your prompt attention to this matter. My best to you.

Kindest regards,

AVIATION LEGAL GROUP, P.A.

Scott C. Bulgess, Esquire

Enclosure

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VISION OF SEPTIMATION

A Member of the Aviation Professionals Group

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ARTICLES OF INCORPORATION OF ORLANDO FLIGHT TRAINING, INC.

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

ARTICLE I

The name of the corporation shall be:

ORLANDO FLIGHT TRAINING, INC.

ARTICLE II

The corporation's principal place of business shall be located in the City of Kissimmee, Osceola County, Florida, and its mailing address shall be as follows:

Orlando Flight Training, Inc. c/o Scott C. Burgess, Esquire Aviation Legal Group, P.A. 1041 Southeast 17th Street Mailbox 15
Fort Lauderdale, FL 33316

ARTICLE !!!

The aggregate number of shares that the corporation shall have authority to issue and to have outstanding at any one time is 100 shares. All such shares shall be of a single class, designated as common with a par value of \$1.00.

ARTICLE IV

Pursuant to the provisions of sections 607-0501, Florida Statutes, the registered agent of the corporation is Scott C. Burgess, Esquire, and the registered street address is:

Aviation Legal Group, P.A. 1041 Southeast 17th Street, Penthouse Fort Lauderdale, FL 33316 99 JAN 12 AN 11: 31

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ARTICLE V

The initial Board of Directors shall have two (2) members, whose names and addresses are as follows:

Steven J. Read The Cabair Group Limited Elstree Aerodrome Borhamwood, Herts WD6 3AW England Cpt. Colin Heathcote
The Cabair Group Limited
Elstree Aerodrome
Borhamwood, Herts
WD6 3AW England

The number of directors may be raised and lowered by amendment of the bylaws of the corporation, but in no case shall be less than one.

ARTICLE VI

The incorporator of this corporation is Scott C. Burgess, whose street address is

Aviation Legal Group, P.A. 1041 Southeast 17th Street, Penthouse Fort Lauderdale, FL 33316

DATED this 6th day of January 1999.

Scott C. Burgess, Incorporator

HAVING BEEN NAMED AS THE 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 provision of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

DATED this 6th day of January 1999.

Scott C. Burgess /as Registered Agent