

LAW OFFICES OF ED BUSH & ASSOCIATES, P.A.

17211 QUEEN ANNE BRIDGE ROAD

MITCHELLVILLE, MD. 20716

301-390-7442

FAX: 301-390-4026

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*****70.00 *****70.00

February 3, 1999

Division of Corporations
State of Florida
409 East Gains Street
Tallahassee, FL 32399

Delivery via FEDEX Airbill No. 7916 8094 5887

To Whom It May Concern:

Enclosed, please find four (4) *Annual Report* filings for 1999 (**Villa del Mar, Inc., Villa del Mar Condominium, Inc., N317, Inc., N22217, Inc.**) along with our check made payable to the Secretary of State in the amount of \$ 635.00 as payment thereof.

Additionally, please find two (2) original copies of *Articles of Incorporation* for **Aviation Trust Services, Inc.**, one copy should be filed with your offices and the other, time & date stamped and then returned to the undersigned in the enclosed SASE provided and enclosed herein along with the four (4) certificates of Good Standing for the above referenced annual reports. Our check in the amount of \$ 70.00 is hereby enclosed as full payment thereof.

Sincerely,

Edward J. Bush
Member of the District of Columbia & Florida Bar(s)

EJB/hs
Enclosure

SECRETARY OF STATE
TALLAHASSEE FLORIDA

99 FEB 8 PM 3:33

FILED

FEB 23 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 8, 1999

EDWARD J. BUSH, ESQUIRE
17211 QUEEN ANNE BRIDGE ROAD
MITCHELLVILLE, MD 20716

SUBJECT: AVIATION TRUST SERVICES, INC.
Ref. Number: W99000003095

We have received your document for AVIATION TRUST SERVICES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must have original signatures.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 799A00005424

ARTICLES OF INCORPORATION

ARTICLE ONE
NAME

The name of the corporation is Aviation Trust Services, Inc.

ARTICLE TWO
CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE THREE
PURPOSE OR PURPOSES

The general purposes for which the corporation is organized are:

1. To engage in and to transact any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE FOUR
CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is 100 shares. Such shares shall be of a single class, and shall have no par value.

ARTICLE FIVE
INITIAL REGISTERED OFFICE AND AGENT
AND PRINCIPAL OFFICE

1. The street and mailing address of the initial office of the corporation is 479 Seabrook Road, Tequesta, FL 33461; and,
2. The name of its initial registered agent at such address, is ED BUSH & ASSOCIATES, P.A., (a Florida corporation); and,
3. The mailing address of this corporation shall be:

479 Seabrook Road
Tequesta, FL 33469

These Articles of Incorporation prepared by:

The Law offices of ED BUSH & ASSOCIATES, P.A.
148 NW 44th Ct. Suite 146
Opa Locka Airport
305-688-3290

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99 FEB 19 PM 3:33
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE SIX
INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial board of directors of the corporation is two (2). The name and address of each person who is to serve as a member of the initial board of directors is:

| Name | Address |
|------------------|---|
| Don Murphy | |
| | 479 Seabrook Road Tequesta, FL 33469 |
| Paula E. Bielski | 479 Seabrook Road Tequesta, FL 33469 |

ARTICLE SEVEN
INCORPORATORS

The name and address of the incorporator signing these Articles is:

Edward J. Bush, Esq.
President, ED BUSH & ASSOCIATES, P.A.
14850 NW 44th Ct., # 146
Opa Locka, FL 33504
305-688-3290

ARTICLE EIGHT
PRE-EMPTIVE RIGHTS

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

ARTICLE NINE
INDEMNIFICATION

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

These Articles of Incorporation prepared by;

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Opa Locka Airport
305-688-3290

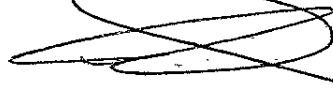
ARTICLE TEN
AMENDMENT

This corporation reserves the right to amend or repeal any provision 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 incorporator has executed these Articles of Incorporation on the date of signing.

Dated: January 6, 1999

ED BUSH & ASSOCIATES, P.A.



By: _____

EDWARD J. BUSH, ESQ.
Florida Bar No.: 940577

These Articles of Incorporation prepared by;

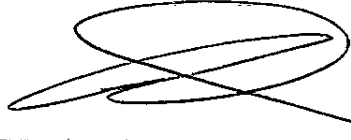
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148 NW 44th Ct. Suite 146
Opa Locka Airport
305-688-3290

Certificate designating place of business or domicile for the service of process within Florida, naming agent upon whom process may be served.

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

First that AVIATION TRUST SERVICES, INC., desiring to organize or qualify under the laws of the State of Florida, has named ED BUSH & ASSOCIATES, P.A., a Florida corporation, located at 479 Seabrook Road, Tequesta, FL 33469 as it's agent to accept service of process within the State of Florida.


Dated: January 26, 1999


EDWARD J. BUSH, Incorporator

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all Statutes relative 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: January 26, 1999

ED BUSH & ASSOCIATES, P.A.


By: EDWARD J. BUSH, President

99 FEB 19 PM 3:33
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

These Articles of Incorporation prepared by;

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