

P99000104209



ACCOUNT NO. : 072I00000032
REFERENCE : 499142 9440A
AUTHORIZATION : *Patricia Pappas*
COST LIMIT : \$ 78.75

ORDER DATE : December 1, 1999

ORDER TIME : 1:31 PM

300003058083--8

ORDER NO. : 499142-005

CUSTOMER NO: 9440A

CUSTOMER: William A. Pfeuffer, Esq
BURZYNSKI & PFEUFFER
BURZYNSKI & PFEUFFER
1124 Goodlette Road

Naples, FL 33940

DOMESTIC FILING

NAME: AVION HOLDINGS, INC.

EFFECTIVE DATE:...

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Carrie Vaught

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 DEC -1 PM 4: 38

RECEIVED
99 DEC -1 PM 2: 25
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 DEC -1 PM 4: 38

ARTICLES OF INCORPORATION
OF
AVION HOLDINGS, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

AVION HOLDINGS, INC.

The principal place of business and mailing address of this corporation shall be:

1124 Goodlette Road
Naples, Florida 34102

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7500 shares of common stock at \$1.00 par value.

ARTICLE IV. REGISTERED AGENT.

Initial registered office of the corporation shall be:

1124 Goodlette Road
Naples, FL 34102

and the name of the initial registered agent shall be:

WILLIAM A. PFEUFFER

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class, or series of that which he already holds, shall have the right to purchase his pro rata share, as nearly as may be done, without issuance of fractional shares, at the price at which it is offered to others.

ARTICLE VII. SPECIAL PROVISION

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VIII. ELECTION OF SUBCHAPTER S

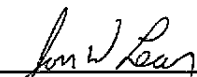
This corporation may elect subchapter S for taxation purposes upon consent of the shareholders.

ARTICLE IX. INCORPORATOR

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

Jon Lear
3550 14th Street North
Naples, Florida 34103

IN WITNESS WHEREOF, the undersigned has hereto set forth his hand and seal on this 23 day of November, 1999.

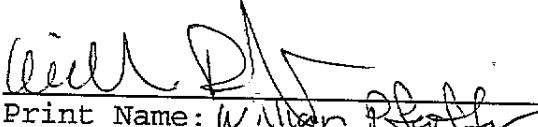


Jon Lear
Incorporator

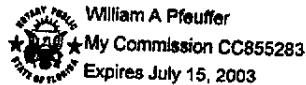
STATE OF FLORIDA
COUNTY OF COLLIER

Before me personally appeared JON LEAR, who upon being duly sworn states that he is the incorporator for AVION HOLDINGS, INC.


SWORN TO AND SUBSCRIBED before me this 23 day of November, 1999.


Print Name: William Pfeuffer
Notary Public - State of
Florida
My Commission Expires:

(seal)



HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.0501, FLORIDA STATUTES.


WILLIAM A. PFEUFFER

FILED
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DIVISION OF CORPORATIONS
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