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ARTICLES OF MERGER  
Merger Sheet

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MERGING:

AIRKAMAN OF JACKSONVILLE, INC., Connecticut corporation, 821998

INTO

KAMAN ACQUISITION CORPORATION, a Florida corporation, P96000103849

File date: February 20, 1997

Corporate Specialist: Linda Stitt

P96 000 103849

FROM MAHONEY ADAMS & CRISER, P.A. (TH 202 201 14:46 AT 1/23/97) NO. 34425994 1

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NAME: KAMAN ACQUISITION CORPORATION  
AUDIT NUMBER.....H97000003003  
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ARTICLES OF MERGER

The undersigned corporations, pursuant to Sections 607.1104 and 607.1107 of the Florida Business Corporation Act hereby execute the following Articles of Merger.

FIRST: The names of the corporations proposing to merge and the names of the states under the laws of which such corporations are organized are as follows:

<u>Names of Corporation</u>	<u>State of incorporation</u>
AIRKAMAN OF JACKSONVILLE, INC.	Connecticut
KAMAN ACQUISITION CORPORATION	Florida

SECOND: The laws of the State of Connecticut under which AIRKAMAN OF JACKSONVILLE, INC., is organized permit such merger and such foreign corporation is complying with those laws in effecting the merger.

THIRD: KAMAN ACQUISITION CORPORATION complies with the applicable provisions of Sections 607.1101 - 607.1104 F.S., and as the surviving corporation of the merger, with Section 607.1105 F.S. (as set forth below).

FOURTH: The plan of merger is as follows:

1. Name of each corporation planning to merge is:  
  
AIRKAMAN OF JACKSONVILLE, INC., (a Connecticut corporation), the wholly-owned subsidiary corporation; and  
KAMAN ACQUISITION CORPORATION (a Florida corporation), the parent corporation.
2. Name of surviving corporation is:  
  
KAMAN ACQUISITION CORPORATION, a Florida corporation
3. The terms and conditions of the merger are that KAMAN ACQUISITION CORPORATION shall acquire all the stock of AIRKAMAN OF JACKSONVILLE, INC., in a transaction treated as an asset acquisition under Section 338 of the Internal Revenue Code. Immediately thereafter (or simultaneous with the acquisition), the corporations will be merged with KAMAN ACQUISITION CORPORATION being the surviving corporation.
4. The manner and basis of converting the shares of each corporation is that the Connecticut corporation (former subsidiary) will cease to exist as a result of

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the merger and its shares will be canceled by the Florida surviving corporation (former parent).

FIFTH: The effective date of the certificate of merger shall be the 20th day of February, 1997.

SIXTH: Shareholder approval was not required since this is a merger of a wholly-owned subsidiary into the parent corporation.

SEVENTH: The plan of merger was adopted by the Boards of Directors of AIRKAMAN OF JACKSONVILLE, INC., and of KAMAN ACQUISITION CORPORATION on the 31st day of January, 1997.

Signed this 20th day of February, 1997.

KAMAN ACQUISITION CORPORATION

By: William Kaman II  
C. WILLIAM KAMAN, II  
Its Chief Executive Officer

AIRKAMAN OF JACKSONVILLE, INC.

By: William Kaman II  
C. WILLIAM KAMAN, II  
Its President