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Mr. Walker McCraw
3200 Palm View Road
Palmetto, Florida 34221

June 16, 1999

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****122.50 ****78.75

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Dear Sir:

I am enclosing the Articles of Incorporation for MCCRAW AVIATION, INC. for your filing. Our check for \$122.50 is enclosed to cover the following items

\$ 35.00	Filing fee for Articles of Incorporation
52.50	Certified copy of Articles of Incorporation
<u>35.00</u>	Registered agent fee - Articles of Incorporation
<u>\$122.50</u>	Total

Thank you for your attention to this matter.

Very truly yours,

Walker McCraw
Walker McCraw

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TALLAHASSEE, FLORIDA

Enclosures

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ARTICLES OF INCORPORATION
OF
MCCRAW AVIATION, INC.

I, the undersigned incorporator, hereby associate myself to make, subscribe, acknowledge and file with the Secretary of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation shall be:

MCCRAW AVIATION, INC.

ARTICLE II

BUSINESS, OBJECTS OR PURPOSE

The general nature of the business to be transacted by this corporation, or the objects or purposes of the corporation shall be as follows:

- (a) To engage in any lawful enterprise, whether commercial, industrial or agricultural, calculated or designed to be profitable to this corporation;
- (b) To generally engage in, do or perform, any enterprise, act or vocation that a natural person might or could do or perform;
- (c) To purchases or otherwise acquire, to own, mortgage, pledge, sell, assign or otherwise dispose of; and to invest, trade, deal in and with real personal property of every class and description.
- (d) To purchase lease and hold real and personal property and any estate and interest therein and chosen in action secured thereby; to improve, manage, operate, sell, mortgage, lease and otherwise dispose of any property; to loan money upon such property and to take mortgages and assignments of mortgages on the same; and to transact all or any other business which may be necessary of incidental or proper to the exercise of any and all the aforesaid purposes of the corporation;
- (e) To borrow money and contract debits when necessary for the transaction of its business or for the exercise of its corporate rights, privileges or franchises, or for any other lawful purposes; to issue bonds, promissory notes, bills of exchange, debentures and other obligations and evidences of indebtedness payable at a specified time or times secured by mortgage or otherwise;

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(f) To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of the capital stock of, or by bonds issued by, or evidence of indebtedness created by, any other corporation or corporations and while owing said stock to exercise all rights, powers and privileges of ownership, including the right to vote thereon;

(g) To purchase, sell and transfer shares of its own capital stock;

(h) To acquire, enjoy, utilize and dispose of patents, copyrights, trademarks and any licenses or other rights or interest therein and thereunder;

(i) In general, to carry on any business in connection with the foregoing and to have and exercise all powers conferred by the laws of Florida upon corporations formed under the general corporations acts of the State of Florida, and any amendments thereof, and to do any and all things here before set forth to the same extent as a natural person might or could do.

The foregoing clauses shall be construed both as objects and powers; and it is hereby expressly provided that the foregoing enumeration of special powers shall not be held to the limit or restrict in any manner the powers of this corporation.

ARTICLE III

CAPITAL STOCK

(a) The total number of shares of capital stock authorized to be issued by the corporation shall be 5,000 shares having a par value of \$1.00 per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the shareholders. All or any part of said capital stock may be paid for in cash, in property or in labor of services at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock, when issued, shall be paid for and shall be nonassessable.

(b) In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election.

(c) The holders of the stock of the corporation shall have preemptive right to subscribe for and purchase their proportionate share of any additional stock issued by the corporation from and after the issuance of the shares originally subscribed for by the stockholders of this corporation, whether such additional shares be issued for cash, property, services or any other consideration and whether or not such shares be presently authorized or be authorized subsequently to these Articles of Incorporation.

(d) The original issue of Corporate stock shall avail itself of the provisions of Section 1244 of the Internal Revenue Code.

ARTICLE IV

CAPITAL TO BEGIN BUSINESS

The amount of capital with which this corporation will begin business will be Five Hundred Dollars (\$500.00).

ARTICLE V

EXISTENCE OF CORPORATION

This corporation shall have perpetual existence.

ARTICLE VI

PRINCIPAL OFFICE

The principal office of this corporation shall be located at 3200 Palm View Road, Palmetto, Florida 34221, but the corporation shall have the power to relocate its principal office or to establish branch offices at other places within or without the State of Florida as may be determined and deemed expedient.

ARTICLE VII

BOARD OF DIRECTORS

There shall be a Board of Directors for this corporation which shall consist of not less than one (1) and not more than five (5) members, the number of the same to be fixed by the stockholders or by the corporate by-laws. Each of the said directors shall be of full age. A quorum for the transaction of business shall be a majority of the directors qualified and active, and the act of a majority of the directors qualified and active, and the act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the directors. Subject to the by-laws of this corporation, meetings of the directors may be held within or without the State of Florida. Directors need not be stockholders. The stockholders of this corporation may remove any director from office, at any time, with or without cause.

ARTICLE VIII

FIRST BOARD OF DIRECTORS

The name(s) and address(es) of the member(s) of the first Board of Directors of this corporation, who subject to these Articles of Incorporation and the laws of the State of Florida, shall hold office, for the first year of the existence of this corporation, or until an election is held by the stockholder for the election of permanent director(s), or until their successor(s) have been duly elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
Walker McCraw	3200 Palm View Road Palmetto, Florida 34221 President/Director
Pearl McCraw	3200 Palm View Road Palmetto, Florida 34221 Secretary/Treasurer/Director

ARTICLE IX

SUBSCRIBER

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

<u>NAME</u>	<u>ADDRESS</u>
Walker McCraw	3200 Palm View Road Palmetto, Florida 34221

ARTICLE X

TRANSACTIONS WITH CORPORATION

No contract or other transaction between this corporation and any other corporation, and no other contract or transaction of this corporation, shall in any way be effected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in any other corporation. Any director individually, or any firm of which any director may be a member, may be a party of, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors. Any director of this corporation who is also a director or officer of such other corporation or member of such a firm, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such officer or director of such other corporation or member of such firm, or not so interested.

ARTICLE XI

BY-LAWS

(a) The power to adopt the by-laws of this corporation to alter, amend or repeal the by-laws or to adopt new by-laws, shall be vested in the Board of Directors of this corporation; provided, however, that any by-law or amendment thereto as adopted by the Board of Directors may be altered, amended or repealed by vote of the stockholders entitled to vote thereon, or a new by-law in lieu thereof may be

adopted by vote of the stockholders. No by-law which had been altered, amended or adopted by such a vote of the stockholders may be altered, amended or repealed by vote of the directors until two years shall have expired since such action by vote of such stockholders.

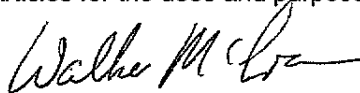
(b) The by-laws of this corporation shall be for the betterment of the corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of the corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation or contrary to the laws of this state or of the United States.

ARTICLE XII

AMENDMENT OF ARTICLES OF INCORPORATION

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, I, the undersigned, have executed these Articles for the uses and purposes therein stated.



WALKER MCCRAW

STATE OF FLORIDA
COUNTY OF MANATEE

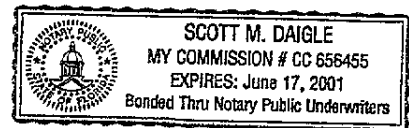
BEFORE ME, the undersigned authority, on this 2 day of June, 1999, personally appeared Walker McCraw, to me well known to be the persons described herein or who produced satisfactory evidence identifying himself and who signed the foregoing Articles of Incorporation, and acknowledged to me that they executed the same freely and voluntarily, for the uses and purposes therein expressed.

WITNESS my hand and official seal and date aforesaid.



NOTARY PUBLIC

June 17, 2001.
COMMISSION EXPIRES:

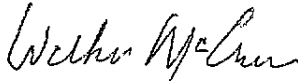


DESIGNATION OF RESIDENT AGENT

In pursuance of Chapter 24.091, Florida Statutes, the following is submitted in compliance with said act: That McCraw Aviation, Inc., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation in the County of Manatee, State of Florida, has named Walker McCraw located at 3200 Palm View Road, County of Manatee, State of Florida as its agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept Service of Process for the above stated Corporation at the place designated in this certificate, we hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.



Walker McCraw

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