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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

FOREIGN PROFIT QUALIFICATION

Source Two Spares, Inc.

Certificate of Status	0
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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. SOURCE TWO SPARES, INC. SECRETARY OF STATE
TALLAHASSEE, FLORIDA
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. TEXAS 3. 59-3771971
(State or country under the law of which it is incorporated) (FBI number, if applicable)
4. 04/22/2003 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. UPON REGISTRATION
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 1818 MEMORIAL DRIVE #201, HOUSTON, TX 77007
(Principal office address)

same as above

(Current mailing address)

8. PURCHASE & SALE OF 1 BOEING 757 AIRCRAFT
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324
(City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and 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.

Denise Bell

(Registered agent's signature)

Denise Bell

Assistant Secretary

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

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A. DIRECTORS

Chairman: SETH HALL, JR.
Address: 1818 MEMORIAL DRIVE #201,
HOUSTON, TX 77007
Vice Chairman: WAYNE HALL
Address: 1818 MEMORIAL DRIVE #201
HOUSTON, TX 77007
Director: BRIAN HELGENS
Address: 1818 MEMORIAL DRIVE #201
HOUSTON, TX 77007
Director: _____
Address: _____

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TALLAHASSEE, FLORIDA

B. OFFICERS

President: SETH HALL, JR.
Address: 1818 MEMORIAL DRIVE #201
HOUSTON, TX 77007
Vice President: _____
Address: _____
Secretary: WAYNE HALL
Address: 1818 MEMORIAL DRIVE #201, HOUSTON, TX 77007
Treasurer: _____
Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Wayne Hall
(Signature of Director or Officer listed in number 12 of the application)
14. WAYNE HALL, CFO/SECRETARY
(Typed or printed name and capacity of person signing application)

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Geoffrey S. Connor
Secretary of State

Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles of Incorporation for Source Two Spares, Inc. (filing number: 800196111), a Domestic Business Corporation, was filed in this office on April 22, 2003.

It is further certified that the entity status in Texas is active.

In testimony whereof, I have hereunto signed my name
officially and caused to be impressed hereon the Seal of
State at my office in Austin, Texas on July 12, 2004.



A handwritten signature in black ink, appearing to read "G. Connor".

Geoffrey S. Connor
Secretary of State