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August 31, 1998

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

FILED
98 SEP -2 PM 1:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: Mustang Operation and Preservation Society, Inc.
(Proposed corporate name – must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

<u>X</u> \$70.00	<u> </u> \$78.75	<u> </u> \$122.50	<u> </u> \$131.25
Filing Fee	Filing Fee & Certificate	Filing Fee & Certified Copy (Additional Copy Required)	Filing Fee, Certified Copy & Certificate (Additional Copy Required)

FROM: R. Stephen Miles, Jr., Esq.
100 Church Street
Kissimmee, FL 34741
407 847-5151

NOTE: Please provide the original and one copy of the articles

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

9-9-98
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**ARTICLES OF INCORPORATION OF MUSTANG OPERATION AND
PRESERVATION SOCIETY, INC.**

The undersigned Incorporator, for the purpose of forming a corporation under the Florida Not For Profit Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE 1 NAME

The name of the corporation shall be: Mustang Operation and Preservation Society, Inc..

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 3951 Merlin Drive, Kissimmee, FL 34741.

ARTICLE III PURPOSE(S)

The specific purpose for which the corporation is organized is: to preserve the world's remaining P 51 Mustang aircraft by providing a repository and clearing house for the collection and dissemination of information regarding the care, maintenance, restoration and improvement of the P 51, as well as the specific pilot skills and flight operations practices necessary to promote and insure the continued existence and safe operation of the P 51 in the years to come.

ARTICLE IV MANNER OF ELECTION OF DIRECTORS

The directors shall be elected in the manner stated in the Bylaws of the Corporation.

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent is:

Candace M. Bennage
3951 Merlin Drive, Kissimmee, FL 34741.

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ARTICLE VI INCORPORATOR

The **name and address** of the Incorporator executing these Articles of Incorporation is:

Candace M. Bennage
3951 Merlin Drive
Kissimmee, FL 34741.

Candace M. Bennage
Signature/Incorporator

August 28, 1998
Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Candace M. Bennage
Candace M. Bennage
Signature/Registered Agent

August 28, 1998
Date

STATE OF FLORIDA
COUNTY OF OSCEOLA

The foregoing instrument was acknowledged before me this 28th day of August, 1998, by Candace M. Bennage, who is personally known to me or who has produced driver license as identification.

OFFICIAL NOTARY SEAL
DEBRA A DAVIS
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC421167
MY COMMISSION EXP. NOV. 18, 1998

Debra A. Davis
DEBRA A. DAVIS
Notary Public
My Commission Expires: 11/18/98