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FILED

00 JAN 24 AM 10: 01

Todd C. Naylor
2159 Karan Way
Clearwater, Florida 33763

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

01/21/00

January 21, 2000

FLORIDA DEPARTMENT OF STATE
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32301

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-01/24/00--01117--008
*****78.75 *****78.75

Attn: Sandra B. Mortham, Director

Dear Ms. Mortham:

Enclosed are the completed **Articles of Incorporation** for

HELICOPTER SUPPORT, INC.

together with my Check No. 1419 in the amount of \$78.75 covering the required
Filing Fees and Certified Copy. Please file said Articles.

Sincerely,

Todd C. Naylor

Todd C. Naylor
Encl.

PD 1/31/2000

**ARTICLES OF INCORPORATION
OF
HELICOPTER SUPPORT, INC.**

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00 JAN 24 AM 10:01

I, the undersigned, hereby organize for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of immunities and liabilities of Corporations for profit.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

EFFECTIVE DATE
01/21/00

The name of the Corporation shall be:

HELICOPTER SUPPORT, INC.

ARTICLE II - DURATION

This Corporation shall exist perpetually, commencing on the date of execution and acknowledgment of these Articles.

ARTICLE III - PURPOSE

The Corporation may engage in any activity or business under the laws of the United State and the State of Florida s General Corporation Act.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of \$1.00 par value common stock, which should be designated "Common Shares."

ARTICLE V - CAPITAL

The amount of capital with which the Corporation will begin business shall be \$100.00.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is:

**2159 Karan Way
Clearwater, Florida 33763**

The name of the initial registered agent of this Corporation at that address is:

Todd C. Naylor

ARTICLE VII

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time by a majority vote of the stockholders, but it shall never be less than one.

ARTICLE VIII

The name and street address of the member of the first Board of Directors are as follows:

**Todd C. Naylor
2159 Karan Way
Clearwater, Florida 33763**

ARTICLE IX - INCORPORATORS

The names and addresse of the initial subscriber signing these Articles are as follows:

**Todd C. Naylor
2159 Karan Way
Clearwater, Florida 33763**

ARTICLE X - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and Shareholders.

ARTICLE XI - RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this Corporation shall be issued initially to the following persons in the amounts set opposite their names.

Todd C. Naylor - 500 Shares

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this Corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this Corporation.

ARTICLES XII - ADOPTION OF BYLAWS

A special meeting of the subscribers or their assigns shall be held, upon the call of the president, for the purpose of completing the organization of the Corporation and the adoption of the bylaws and the transaction of such other business as may come before the meeting.

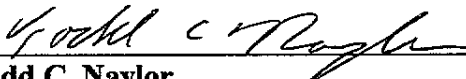
ARTICLE XIII - AMENDMENT

This Corporation reserves the right to amend or appeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIV - TERMS OF ISSUING STOCK

Stock to be issued pursuant to these Articles of Incorporation shall be issued under the terms, provisions and conditions of Section 1244 of the Internal Revenue Code.

IN WITNESS WHEREOF, we have hereunto subscribed our names and affixed our seals to these Articles of Incorporation, on this 21st day of January, 2000.



Todd C. Naylor

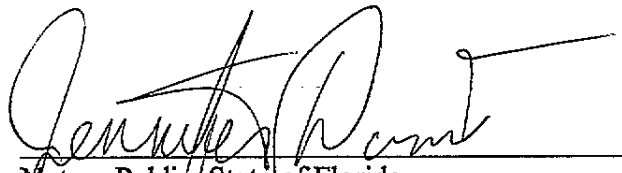
STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared, **Todd C. Naylor** who, being first duly sworn, deposes and says that he is the individual described in and who executed the foregoing Articles of Incorporation and acknowledges before me that he executed same for the purpose therein expressed.

WITNESS my hand and official seal in the above named County and State this 21st day of January, 2000.



Jennifer Davis
MY COMMISSION # CC888240 EXPIRES
June 28, 2001
BONDED THRU TROY PAIR INSURANCE, INC.



Notary Public, State of Florida
My Commission Expires: ✓

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00 JAN 24 AM 10: 02

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHO PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091 Florida Statutes, the following is submitted,
in compliance with said Act:

First: That **HELICOPTER SUPPORT, INC.** desiring to organize under the
Laws of the State of Florida with its principal office as indicated in the Articles of
Incorporation at **2159 Karan Way, Clearwater, Florida 33763**, named **Todd C.
Naylor, 2159 Karan Way, Clearwater, Florida 33763** as its agent to accept service
of process within this State.

Having been named to accept service of process for the above stated
Corporation, at place designated in this Certificate, I hereby accept to act in this
capacity, and agree to comply with the provision of said Act relative to keeping open
said office.



TODD C. NAYLOR, Resident Agent