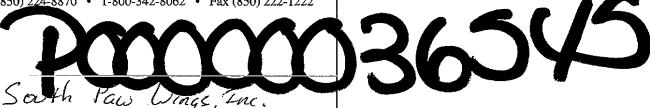
'CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222



600003203316--3 -04/11/00--01050--021 *****78.75 ****78.75 Art of Inc. File <u>C</u> LTD Partnership File___ Foreign Corp. File_ 8 L.C. File_ Fictitious Name File Trade/Service Mark_ Merger File_ P Art. of Amend. File_ RA Resignation_ Dissolution / Withdrawal Annual Report / Reinstatement Cert. Copy_ Photo Copy_ Certificate of Good Standing Certificate of Status Ö Certificate of Fictitious Tame Corp Record Search Officer Search Fictitious Search Fictitious Owner Search Vehicle Search_ Driving Record_ UCC 1 or 3 File_ UCC 11 Search. SWITH APR 1 1 2000 UCC 11 Retrieval_ Courier___

Signature		
Requested by:	4/11	7:50
Name	Date	Time
Walk-In	Will Pick Up	

ARTICLES OF INCORPORATION

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of

_ 00 APR 11 PM 1: 45

SOUTH PAW WINGS, INC.

SEGRETARY OF STATE TALLAHASSEE, FLORIDA

THE UNDERSIGNED, WESLEY D. CHALLACOMBE, hereby executes this document for the purposes of becoming incorporated under the laws of the State of Florida, and forming a corporation under the following proposed Certificate of Incorporation:

ARTICLE I

The name of this Corporation is SOUTH PAW WINGS, INC.

ARTICLE II

The general nature of the business to be transacted by the Corporation is as follows:

The Corporation may engage in any activity or business permitted by the Laws of the United States and of this State.

ARTICLE III

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any time is 5,000 shares of common stock of the same class and at ten cents (10¢) par value.

ARTICLE_IV

Every shareholder, upon the sale for cash of any stock of this Corporation of the same class as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE VI

The Corporation is to have perpetual existence.

ARTICLE VII

The registered address and the principal office address of the Corporation in this State are: 6240 A1A South, Unit 413, St. Augustine, Florida 32084, and the name of the initial registered agent of this Corporation at the registered address is: Wesley D. Challacombe.

ARTICLE VIII

The number of Directors of this Corporation shall not be less than ONE or more than THREE.

ARTICLE IX

The name and post office address of the members of the first Board of Directors of the Corporation are:

NAME TITLE ADDRESS

Wesley D. Challacombe President 6240 A1A South, Unit 413 St. Augustine, FL 32084

ARTICLE X

The name and post office address of the subscribers to the Articles of Incorporation are:

NAME OF SUBSCRIBER

ADDRESS

Wesley D. Challacombe

6240 AlA South, Unit 413 St. Augustine, FL 32084

ARTICLE XI

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

IN WITNESS WHEREOF, the subscriber has hereunto set his hand and
seal this 6th day of April, 2000.
Wesley D. CHALLACOMBE
STATE OF FLORIDA
COUNTY OF ST. JOHNS
THE FOREGOING INSTRUMENT was acknowledged before me this 6 th
day of April , 2000, by WESLEY D. CHALLACOMBE, who is
personally known to me or who produced as
identification, and who did/did not take an oath.
Notify Public-State of Florida Deboran D. Struhar Commission No. CC 824822 (SEAL) (SEAL) Notary Public Printed Name of Notary: Commission Expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST -- THAT SOUTH PAW WINGS, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS IN THE CITY OF ST. AUGUSTINE, COUNTY OF ST. JOHN'S, STATE OF FLORIDA, HAS NAMED WESLEY D. CHALLACOMBE, LOCATED AT 6240 A1A SOUTH, UNIT 413, OF THE CITY OF ST. AUGUSTINE, COUNTY OF ST. JOHN'S, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

	WESLEY D. CHALLAÇØMBE		
Signature:	Westeral Vade	100	Pallo
	(Corporate Officer)	Ž	NPR
Title:	President	多哥	}
Date:	4-6-00	m c	
			attended of the control of

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVESTATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.

Signature: Many M. Mesident Agent - WESLEY D. CHALLACOMBE

Date: 4-6-00