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FILED
OCT 18 AM 11:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Florida
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: Filing of Articles of Incorporation For R & S Aviation
Services, Inc.

Enclosed please find copies of referred Articles for filing
with the State of Florida, Division of Corporations.

Please return validated copies to:

900003428869--7
-10/18/00-01063-001
124.00 **78.75

Rex L. Combs, President
R & S Aviation Services, Inc.
27507 Baretta Drive
Bonita Springs, FL 34135

Our check in the amount of \$124.00 is enclosed to cover filing
fees.

Our office number is (941) 574-1400 should there be any ques-
tions.

Sincerely,


L. R. Hack

Encls

10-19

ARTICLES OF INCORPORATION

R & S AVIATION SERVICES, INC.

We, Rex L. Combs and Sandra G. Fletcher-Combs, hereby form a corporation under the laws of the State of Florida, and, for such purpose, hereby adopt Articles of Incorporation as follows:

Article I. CORPORATE NAME

The name of the corporation shall be:

R & S AVIATION SERVICES, INC.

Article II. PERIOD OF DURATION

The duration of the corporation shall be perpetual.

Article III. BUSINESS PURPOSE

The purpose for which this corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida as they may be amended from time to time.

Article IV. INITIAL BUSINESS

The initial business of the corporation shall be:

To own and operate an aircraft airframe and engine repair and aircraft maintenance service center within the State of Florida.

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Article V. AUTHORIZED CAPITAL

The corporation shall have authority to issue one million (1,000,000) shares of common stock with a par value of \$10.00.

The initial issue of capital stock shall be 100 shares.

Article VI. BOARD OF DIRECTORS

The number of persons to serve on the Board of Directors shall be fixed by the by-laws of the Corporation. The initial Board of Directors shall consist of two (2) members, whose names and addresses are:

Rex L. Combs
27507 Baretta Drive
Bonita Springs, FL 34135

Sandra G. Fletcher-Combs
27507 Baretta Drive
Bonita Springs, FL 34135

The initial Board of Directors shall serve until the first annual meeting of shareholders is held.

Article VII. INCORPORATORS

The incorporators of the corporation are:

Rex L. Combs
27507 Baretta Drive
Bonita Springs, FL 34135

Sandra G. Fletcher-Combs
27507 Baretta Drive
Bonita Springs, FL 34135

Article VIII. PLACE OF BUSINESS

The initial place of business of the corporation shall be:

27507 Baretta Drive
Bonita Springs, FL 34135

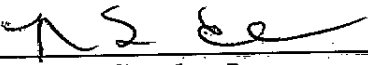
Article IX. REGISTERED AGENT

The name and address of the initial Registered Agent of the corporation is:

L. Randall Hack
1508 S.E. 17th Avenue, #5
Cape Coral, Florida 33990

Dated this 28th day of September, 2000.

IN WITNESS WHEREOF WE, the Incorporators, affix our signatures
this 28th day of September, 2000.



Rex L. Combs, Incorporator



Sandra G. Fletcher-Combs, Incorporator

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TALLAHASSEE, FLORIDA

STATE OF FLORIDA)

County of Lee)

ss.

VERIFICATION

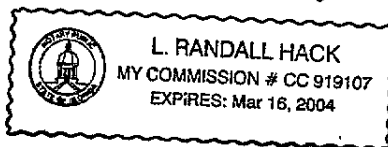
On this 28th day of September, 2000, before me, the undersigned Notary Public, personally appeared Rex L. Combs and Sandra G. Fletcher-Combs known to me to be the persons whose names are subscribed to the foregoing instrument, and acknowledged that they executed the same as the Incorporators of:

R & S Aviation Services, Inc.

L. Randall Hack

Notary Public

My Commission Expires:



I, L. Randall Hack, having been designated to act as Registered Agent, hereby consent to act in that capacity until removed or resignation is submitted in accordance with Florida Statutes governing corporations.

L. Randall Hack

L. Randall Hack

9-28-00

Date