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October 23, 2000

†ALSO ADMITTED TO KANSAS BAR
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Secretary of State
Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

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*****78.75 *****78.75

Re: Foxtrot Aviation, Inc.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for Foxtrot Aviation, Inc., for filing with your office.

Also enclosed is a check in the amount of \$78.75 representing the filing fee, registered agent fee, and certified copy fee.

Once the Articles have been filed, please return the certified copy to us. If there are any questions, please contact us.

Very truly yours,

By:

Kevin Knight

TKK/nv
Enclosure
cc: Rick Milam

BROWN OCT 26 2000

ARTICLES OF INCORPORATION
OF
FOXTROT AVIATION, INC.

FILED
00 OCT 25 PM 1:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida:

ARTICLE I. NAME AND PRINCIPAL ADDRESS OF CORPORATION

The name and address of the corporation is: **FOXTROT AVIATION, INC., INC.**,
930 Woodcock Rd., Suite 224, Orlando, FL 32803.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country territory, or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at one time is 100 shares of common stock having a par value of \$1.00 per share. The corporation will begin business with ONE HUNDRED AND 00/100 DOLLARS. All stock to be issued in this corporation shall qualify under Section 1244 of the Internal Revenue Code of 1986, as amended.

ARTICLE IV. ADDRESS

The street address of the initial registered agent of the corporation shall be 930 Woodcock Rd., Suite 224, Orlando, FL 32803, and the name of the initial registered agent of the corporation at that address is Rick Milam.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

This corporation shall have one (1) Director initially. The names and street addresses of the initial members of the Board of Directors are:

1. Rick Milam
930 Woodcock Rd.
Suite 224
Orlando, FL 32803

ARTICLE VII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

1. President/Secretary
Vice President/Treasurer
Rick Milam
930 Woodcock Rd.
Suite 224
Orlando, FL 32803

ARTICLE VIII. INDEMNIFICATION

The corporation shall indemnify any registered agent, officer, director or incorporator, or any former registered agent, officer, or director, to the full extent permitted by law.

ARTICLE IX. INCORPORATOR

The name and address of the incorporator is Rick Milam, 930 woodcock Rd., Suite 224, Orlando, FL 32803.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal
the 17 day of October, 2000.


Rick Milam

State of Florida
County of Orange

The foregoing instrument was acknowledged before me this 17 day of October,
2000, by RICK MILAM, who is personally known to me or who has produced a Florida
Driver's License as identification and who did take an oath.

Witness my hand and official seal in the County and State aforesaid this 17 day
of October, 2000.



Notary Public
My Commission Expires:



Pam Magda
My Commission CC740042
Expires May 6, 2002

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the foregoing appointment as Registered Agent
for FOXTROT AVIATION, INC.


Rick Milam,
Registered Agent

FILED
00 OCT 25 PM 1:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA