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Florida Department of State

Division of Corporations

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Account Name : CORPORATE & CRIMINAL RESEARCH SERVICES
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FLORIDA PROFIT CORPORATION OR P.A.

PSS AVIATION, INC.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
PSS AVIATION, INC.

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation:

Article I
Name

The name of this corporation shall be PSS Aviation, Inc.

Article II
Principal Office and Mailing Address

The principal place of business and mailing address of this corporation shall be 4345 Southpoint Boulevard, Jacksonville, Florida 32216.

Article III
Capital Stock

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1,000,000 shares of common stock having a par value of \$0.01 per share.

Article IV
Initial Registered Agent and Address

The street address of the initial registered office of this corporation is 225 Water Street, Suite 2050, Jacksonville, Florida 32202, and the initial registered agent at that office is James I. Vance Berry, Jr.

Prepared By:
James I. Vance Berry, Jr.
Stoneburner Berry & Simmons, P.A.
225 Water Street, Suite 2050
Jacksonville, Florida 32202
(904) 354-8888
Bar # 0281751

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Article V
Incorporator

The name and street address of the incorporator of this corporation are:

James I. Vance Berry, Jr.
225 Water Street, Suite 2050
Jacksonville, Florida 32202

Article VI
Duration

This corporation shall exist perpetually.

Article VII
Purposes

This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States of America and of the State of Florida.

Article VIII
Directors

(a) This corporation shall have two directors initially. The number of directors may be increased or decreased from time to time as provided in the bylaws, but shall never be less than one.

(b) The names and street addresses of the initial directors of the corporation are:

David A. Smith 4345 Southpoint Boulevard
Jacksonville, Florida 32216

Kevin P. English 4345 Southpoint Boulevard
Jacksonville, Florida 32216

(c) The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

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Article IX
Effective Date

These Articles of Incorporation shall become effective, and the corporate existence of this corporation shall commence, as of January 24, 2001.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation the 24th day of January, 2001.


James I. Vance Befry, Jr.

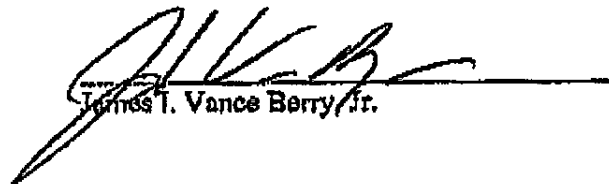
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**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Sections 48.091, 607.0501 and 607.0505, Florida Statutes, the following is submitted:

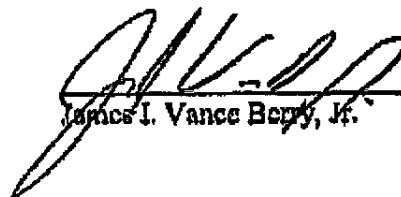
PSS Aviation, Inc., desiring to organize or qualify under the laws of the State of Florida hereby designates James I. Vance Berry, Jr. as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 225 Water Street, Suite 2050, Jacksonville, Florida 32202.

DATED this 24th day of January, 2001.


James I. Vance Berry, Jr.

Having been named as registered agent to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to 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.

DATED this 24th day of January, 2001.


James I. Vance Berry, Jr.

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