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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : CAPITAL CONNECTION, INC.
Account Number : I20000000257
Phone : (850) 224-8870
Fax Number : (850) 222-1222

FLORIDA PROFIT CORPORATION OR P.A.**McALPIN AVIATION, INC.**

Certificate of Status	0
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**STATE OF FLORIDA
ARTICLES OF INCORPORATION
OF
McALPIN AVIATION, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator(s) of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is McALPIN AVIATION, INC. The principal office and mailing address is 7015 Beracasa Way, Suite 201, Boca Raton, FL 33433 .

ARTICLE II

This corporation is to exist perpetually.

ARTICLE III

The purpose for which the corporation is organized is to engage in the transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Florida General Corporation Act.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is 1,000 Common Shares at 1.00 par value.

ARTICLE V

Provisions granting preemptive rights are: The holders of common shares shall, upon the issue or sale of shares of stock, any class (whether now or hereafter authorized), have the right, during such period of time and on such conditions the Board of Directors shall prescribe, to subscribe to and purchase such shares in proportion to their respective holdings of common shares, at such price or prices as the Board of Directors may, from time to time, fix and as may be permitted by law.

ARTICLE VI

Provisions for the regulation of the internal affairs of the corporation are: None.

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ARTICLE VII

The street address of the initial registered office of the corporation is 7015 Beracasa Way, Suite 201, and the name of its initial registered agent at such address is Thomas C. Walser.

ARTICLE VIII

The number of directors constituting the initial Board of Directors of the corporation is one (1) and the names and addresses of the person(s) who is/are to serve as Director(s) until the first annual meeting of shareholders or until their successor(s) are elected and shall qualify is/are:

NAME**ADDRESS(ES)**

Thomas C. Walser

7015 Beracasa Way, Suite 201
Boca Raton, FL 33433**ARTICLE IX**

The name and address of each incorporator is/are:

NAME(S)**ADDRESS(ES)**

Thomas C. Walser

7015 Beracasa Way, Suite 201
Boca Raton, FL 33433

DATED this 9th day of March, 2001.

Thomas C. Walser
Thomas C. Walser, Incorporator

STATE OF FLORIDA)

)ss:

COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me, this 9th day of March, 2001, by who is personally known to me, or who has produced a _____ as identification.

My Commission Expires:

CAROL L. GRAF
Notary Public, State of Florida
My comm. exp. Sept. 23, 2003
Comm. No. CC873848

Carol L. Graf
Notary Public
CAROL L. GRAF

CAPITAL CONNECTION

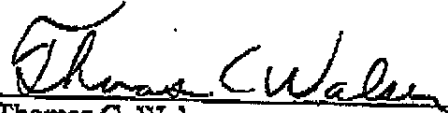
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CONSENT OF REGISTERED AGENT

I, , having been designated to act as Registered Agent, hereby agrees to act in this capacity.



Thomas C. Walser,
Registered Agent

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