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July 2, 2001

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Via Regular Mail

Reference: S.M.S. AVTECH, INC.

700004460317--6
-07/05/01--01070--017
****122.50 *****78.75

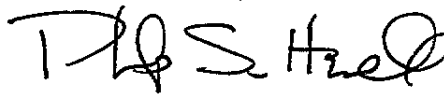
Dear Sir or Madam,

Enclosed please find the original and one copy of the Articles of Incorporation for the above referenced corporation. Also enclosed is a check in the amount of \$122.50, computed as follows:

Filing Fee	\$ 35.00
Certified Copy	\$ 52.50
Registered Agent Designation	\$ 35.00
Total	\$122.50

Please certify the copy of the articles and return it to my office at the address provided above. Thank you for your assistance in this matter

Very truly yours,



PHILLIP S. HOWELL

PSH/ps
Enclosures

FILED
2001 JUL -5 PM 3:32
SECRETARY OF STATE
TALLAHASSEE FLORIDA

7/10/01

**ARTICLES OF INCORPORATION
OF
S.M.S. AVTECH, INC.**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act hereby adopts the following articles of incorporation:

ARTICLE ONE

NAME

The name of the corporation is S.M.S. AVTECH, INC.

ARTICLE TWO

DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE

PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR

CAPITAL STOCK

The corporation is authorized to issue one hundred (100) shares of common stock.

ARTICLE FIVE

PREEMPTIVE RIGHTS GRANTED

Every shareholder upon the sale for cash of any new stock of this corporation, of the same kind, class of series as that which he already holds, has the right to purchase his pro-rata share at the price at which it is offered to others. In the event that a shareholder desires to sell his shares in the company, he shall first offer the shares to the other shareholders in writing, at the existing market value.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE SIX

REGISTERED OFFICE

The street address of the initial registered office of the corporation is 27 Gulf Street, Pensacola, Florida 32506, and the name of its initial registered agent at such address is Deborah Pierre. The mailing address is the same.

ARTICLE SEVEN

DIRECTORS

The number of directors constituting the initial board of directors of the corporation is two
(2). The names and addresses of the initial directors are:

DARYLE WHITMAN
President

27 Gulf Street
Pensacola, Florida 32506

SANDRA WHITMAN
Secretary

27 Gulf Street
Pensacola, Florida 32506

ARTICLE EIGHT

INCORPORATORS

The name and address of the incorporator is:

DARYLE WHITMAN
President

27 Gulf Street
Pensacola, Florida 32506

IN WITNESS WHEREOF, I have subscribed my name this 2nd day of July, 2001.


DARYLE WHITMAN
INCORPORATOR

**STATE OF FLORIDA
COUNTY OF ESCAMBIA**

Before me personally appeared DARYLE WHITMAN, to me well known and known to me to be the persons described in and who executed the foregoing instrument upon oath and acknowledged to and before me that they executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this 2nd day of July 2001.



Robin M. McPherson
MY COMMISSION # CC883862 EXPIRES
November 7, 2003
BONDED THRU TROY FAIR INSURANCE, INC.

Robin M. McPherson
NOTARY PUBLIC
My Commission Expires: 11-7-03

ACCEPTANCE BY RESIDENT AGENT

I CERTIFY THAT I am a permanent resident of Escambia County, Florida, doing business at the registered office at Deborah Pierre, 27 Gulf Street, Pensacola, Florida 32506. I hereby accept the foregoing designation as Resident Agent.

Dated at Pensacola, Escambia County, Florida, on this 2nd day of July, 2001.

Deborah J. Pierre
DEBORAH PIERRE
RESIDENT AGENT

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TALLAHASSEE FLORIDA