

P01000110497

KIEVIT, KELLY & ODOM  
ATTORNEYS AT LAW

ROBERT W. KIEVIT  
JOHN BARRY KELLY II  
BRADLEY S. ODOM\*  
STEPHEN G. WEST  
DAVID M. NOLL\*\*  
RICHARD D. BARLOW

\*Also licensed in Alabama

\*\*Board Certified in City, County and Local Government Law

PLEASE REPLY TO:

15 WEST MAIN STREET  
PENSACOLA, FLORIDA 32501  
TELEPHONE (850) 434-3527  
FAX (850) 434-6380  
kko@employmentlawyers.com

475 HARRISON AVENUE  
PANAMA CITY, FLORIDA 32401  
TELEPHONE (850)784-4770  
FAX (850)784-9033  
kkopc@employmentlawyers.com

FT. WALTON BCH (850) 243-9099

November 13, 2001

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

700004683447--2  
-11/15/01--01036--014  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: BSI Aerospace Systems Inc.

Gentlemen:

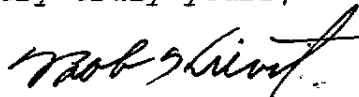
Enclosed for filing and approval are the original and a copy of Articles of Incorporation of the above-referenced corporation.

Also enclosed is our check in the amount of \$78.75 filing fee and for a certified copy.

Please acknowledge and return the certified copy to me.

Thank you for your attention to this matter.

Very truly yours,



Robert W. Kievit

RWK:skh

RWK:GAUsers\Suzie\CLIENTS\LET\bsiaero.1112.wpd

FILED  
01 NOV 15 PM 12:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

11-19-01  
WJ

**ARTICLES OF INCORPORATION  
OF**

**BSI AEROSPACE SYSTEMS INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I. NAME**

The name of the corporation shall be BSI AEROSPACE SYSTEMS INC.

**ARTICLE II. PRINCIPAL OFFICE**

The initial principal office of the corporation shall be located at, and the mailing address of the corporation shall be, 8800 Grow Drive, Pensacola, FL 32514.

**ARTICLE III. TERM OF EXISTENCE**

The corporation is to exist perpetually commencing on the date of filing of these Articles by the Department of State.

**ARTICLE IV. CAPITAL STOCK**

The corporation is authorized to issue 15,000,000 shares of common stock having no par value.

**ARTICLE V. INITIAL REGISTERED AGENT AND ADDRESS**

The initial registered agent of the corporation is the law firm of KIEVIT, KELLY & ODOM, P.A., 15 West Main Street, Pensacola, Florida, 32501.

**ARTICLE VI. INCORPORATOR**

The name and street address of the incorporator to these Articles is Mike G. Flood, 8800 Grow Drive, Pensacola, Florida 32514.

FILED  
01 NOV 15 PM 12:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA


**ARTICLE VII. DIRECTORS**

The corporation shall initially have one director. The number of directors may be increased or decreased from time to time by the bylaws, but shall never be less than one. The initial director of the corporation shall be Mike G. Flood, whose address is 8800 Grow Drive, Pensacola, Florida 32514.

**ARTICLE VIII. AMENDMENT**

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

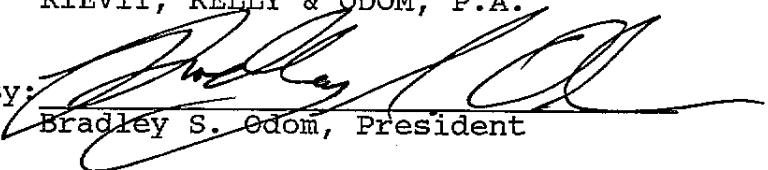
The undersigned incorporator has executed these Articles of Incorporation this 8<sup>th</sup> day of November, 2001.

  
Mike G. Flood

Having been named to accept the service of process for the above-stated corporation, at the place designated in this Certificate, the law firm of Kievit, Kelly & Odom, P.A., by its undersigned President, agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties, and is familiar with and accepts the duties and obligations of Section 607.0505, Florida Statutes.

DATED this 12<sup>th</sup> day of November, 2001.

KIEVIT, KELLY & ODOM, P.A.

By:   
Bradley S. Odom, President

RWK:skh:November 5, 2001

RWK:G:\Users\Suzie\CLIENTS\CORP\bsiacospace.aol.wpd