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LAW OFFICE OF
KELLY B. HARDWICK, III

Telephone:
(863) 533-1300
FAX:
(863) 534-8175

341 W Davidson Street
Suite 301
Post Office Box 778
Bartow, FL 33830-0778

November 29, 2001

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****122.50 *****78.75

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: WHIZ-BANG AVIATION, INC.

Dear Sir:

I have enclosed the executed original and one copy of the proposed Articles of Incorporation for WHIZ-BANG AVIATION, INC. Please certify the copy and return the same to us for our records.

I am also enclosing my check for \$122.50 made payable to the Secretary of State, as payment for the following expenses:

| | |
|--------------------------|----------|
| Filing Fee/Incorporation | \$ 35.00 |
| Registered Agent | 35.00 |
| Certified Copy | 52.50. |

Thank you for your attention to the foregoing. If you have any questions, please do not hesitate to contact me.

Sincerely,

Kelly B. Hardwick III

Kelly B. Hardwick, III

:pe
Enclosures as noted

Ps 12/5/01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 DEC-3 AM 11:39

FILED

ARTICLES OF INCORPORATION

OF

WIZ-BANG AVIATION, INC.

FILED

01 DEC -3 AM 11:39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME and PRINCIPAL PLACE OF BUSINESS

The name of this corporation is WIZ-BANG AVIATION, INC. and its principal place of business shall be located at 860 Lila Street, Bartow, Florida 33830.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue SEVEN THOUSAND, FIVE HUNDRED (7,500) shares of common stock at One Dollar (\$1.00) par value, which shall be designated as "Common Shares."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 860 Lila Street, Bartow, Florida 33830, and the name of the initial registered agent of this corporation at that address is KELLY B. HARDWICK, III.

ARTICLE VII - DIRECTORS

Initially, this corporation shall have One (1) Director who shall serve until his successors shall be elected/appointed at the first meeting of the stockholders and thereafter this corporation shall have no less than one (1) director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The name and address of the initial director is as follows:

| <u>Name</u> | <u>Address</u> |
|----------------------|--|
| JONATHAN B. HARDWICK | 860 Lila Street Bartow, Florida 33830 |

ARTICLE VIII - OFFICERS

The names and addresses of the initial officers of the corporation, who shall serve until their successors shall be elected or appointed, are:

| <u>Name</u> | <u>Address</u> |
|--|--|
| President JONATHAN B. HARDWICK | 860 Lila Street Bartow, Florida 33830 |
| Vice President KELLY B. HARDWICK, III | 860 Lila Street Bartow, Florida 33830 |
| Secretary JONATHAN B. HARDWICK | 860 Lila Street Bartow, Florida 33830 |
| Treasurer JONATHAN B. HARDWICK | 860 Lila Street Bartow, Florida 33830 |

ARTICLE IX - INCORPORATOR

The name and address of the Incorporator signing these articles is:

Name

JONATHAN B. HARDWICK

Address

860 Lila Street
Bartow, Florida 33830

ARTICLE X - INDEMNIFICATION

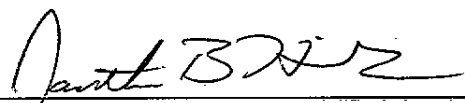
The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law. No officer or director shall be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, unless that officer or director breached or failed to perform his duties as an officer or director as provided §607.0831, Florida Statutes (2001).

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. Articles may be amended at any time by a majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on the date of signing.

Dated: NOVEMBER 29, 2001.

BY 
JONATHAN B. HARDWICK
Incorporator

**CERTIFICATE DESIGNATING PLACE AND NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

FILED

01 DEC -3 AM 11:39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that WIZ-BANG AVIATION, INC. desiring to organize or qualify under the laws of the State of Florida, has named KELLY B. HARDWICK, III, located at 860 Lila Street, Bartow, Florida 33830, as its agent to accept service of process within Florida.

Dated: November 29, 2001.

By Jonathan B. Hardwick
JONATHAN B. HARDWICK
Incorporator

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby 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: November 29, 2001.

By Kelly B. Hardwick, III
Kelly B. Hardwick, III
Registered Agent