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TRANSMITTAL LETTER

FILED

4-5- 02

02 APR -8 PM 2:42

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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-04/08/02--01085--019

*****78.75 *****78.75

SUBJECT:

FLIGHT SIM MODELS, INC.

(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00

Filing Fee

☐ \$78.75

Filing Fee

& Certificate of Status

☒ \$78.75

Filing Fee

& Certified Copy

☐ \$87.50

Filing Fee,

Certified Copy

& Certificate of

Status

ADDITIONAL COPY REQUIRED

Return to:

FROM:

F. B. ESTERGREN, P.A.

Name (Printed or typed)

P.O. DRAWER 2167

Address

FT. WATONABEACH, FL 32549

City, State & Zip

1 850 243 0139 - or 1 850 830 4268

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

CB4-12

ARTICLES OF INCORPORATION
OF
FLIGHT SIM MODELS, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I - NAME:

The name of this corporation is: FLIGHT SIM MODELS, INC. ,
hereinafter referred to as the "Corporation".

ARTICLE II - DURATION:

The Corporation shall exist perpetually, commencing upon
the filing of the Articles of Incorporation with the Department
of State.

ARTICLE III - PURPOSE:

The Corporation is organized for the purpose of engaging in
the Software Sales and Development business and for the purpose
of transacting any or all other lawful business not inconsistent
with Laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK:

The Corporation is authorized to issue 100,000 shares of One
Dollar (\$1.00) par value common stock.

ARTICLE V - PRE-EMPTIVE RIGHTS:

Every shareholder, upon the issuance of any new stock of
the same kind, class or series as that which he or she already holds,
whether for or without consideration, including but not limited to new
stock issued as compensation to directors, officers, agents or employees,
of the corporation or to satisfy conversion or option rights; shall
have the right to purchase his or her pro-rata share thereof (as nearly
as may be done without the issuance of fractional shares) at the same
price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT:

The principal office and street address of the Corporation is:
2808 Ben Hogan Ct., Shalimar, FL 32579 and the mailing address is:
2808 Ben Hogan Ct., Shalimar, FL 32579.

The name of the Registered Agent of the Corporation is:
C. LEE PRESTWOOD, and the street office address of such
registered agent and registered office of the Corporation is:
2808 Ben Hogan Ct., Shalimar, FL 32579.

ARTICLE VII - INITIAL BOARD OF DIRECTORS:

The Corporation shall have one director initially. The
number of directors may be either increased or decreased
from time to time by the By-Laws but shall never be less than one.
The name and address of the initial director of the Corporation
is: C. LEE PRESTWOOD, 2808 Ben Hogan Ct., Shalimar, FL 32579.

ARTICLE VIII - INCORPORATOR:

The name and address of the person signing these Articles is:
C. LEE PRESTWOOD, 2808 Ben Hogan Ct., Shalimar, FL 32579.

ARTICLE IX - BY-LAWS:

The power to adopt, alter, amend or repeal the By-Laws
shall be vested in the Board of Directors and the shareholders.

ARTICLE X - SECTION 1244 STOCK:

It is the intent of this Charter that the directors may
sell the capital stock of the Corporation in accordance with

The conditions of Sections 1243-1244, inclusive, of the
Internal Revenue Code of 1954 as amended.

Having been named as registered agent to accept service of process for the above named corporation at the place designated in these Articles, I am familiar with and accept appointment as registered agent and agree to act in this capacity.

C. Lee Prestwood
Registered Agent- C. Lee Prestwood

April 4 2002
Date

C. Lee Prestwood
Incorporator- C. Lee Prestwood

April 4 2002
Date

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STATE
SECRETARY, FLORIDA
TALLAHASSEE, FLORIDA