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Florida Department of State  
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TALLAHASSEE, FLORIDA

**FLORIDA PROFIT CORPORATION OR P.A.**

**LLS AIRCRAFT SALES, INC.**

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION

OF

LLS AIRCRAFT SALES, INC.

ARTICLE I

The name of this Corporation is:

LLS AIRCRAFT SALES, INC.

ARTICLE II

This Corporation shall exist in perpetuity commencing on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE III

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

This Corporation is authorized to issue 100,000 shares of \$.01 par value common stock which shall be designated as "Common Shares."

ARTICLE V

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this Corporation the assets of the Corporation shall be payable to and distributed ratably among the holders of record of the Common Shares.

ARTICLE VI  
VOTING RIGHTS:

Except as otherwise provided by Law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

Prepared By:  
MARK B. GOLDSTEIN, ESQUIRE  
MARK B. GOLDSTEIN P.A.  
2700 N. MILITARY TRAIL, SUITE 130  
BOCA RATON, FL 33431  
(561) 989-9955

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ARTICLE VII  
PREEMPTIVE RIGHTS:

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, 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 VIII

The street address of the initial registered office of this Corporation is: 2700 N. Military Trail, Suite 130, Boca Raton, Florida 33431, and the name of the initial registered agent of this Corporation at that address is: Mark B. Goldstein, and the principal place of business of the corporation is 1835 S. Ocean Drive, Unit A, Delray Beach, Florida 33483.

ARTICLE IX

This Corporation shall have four (4) Directors initially. The number of Directors may be either increased or diminished from time to time but shall never be less than four (4). The names and address of the initial Directors of this Corporation are:

Donald Lloyd  
1835 S. Ocean Drive, Unit A.  
Delray Beach, Florida 33483

Joshua Lloyd  
1835 S. Ocean Drive, Unit A.  
Delray Beach, Florida 33483

Rodney Longman  
1835 S. Ocean Drive, Unit A.  
Delray Beach, Florida 33483

George Shepard  
1835 S. Ocean Drive, Unit A.  
Delray Beach, Florida 33483

ARTICLE X

The name and address of the person or entity signing these Articles of Incorporation is:

Mark B. Goldstein  
2700 N. Military Trail, Suite 130  
Boca Raton, Florida 33431

ARTICLE XI  
AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation 3rd day of September 2002.

LLS AIRCRAFT SALES, INC.  
a Florida corporation

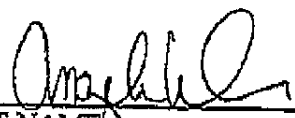
BY:   
MARK B. GOLDSTEIN, Incorporator

STATE OF FLORIDA)

COUNTY OF PALM BEACH)

I HEREBY CERTIFY on this day, before me, an officer duly authorized to administer oaths and to take acknowledgments, personally appeared Mark B. Goldstein, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form of identification of the above-named person; i.e., Florida Drivers License and that an oath was not taken.

WITNESS my hand and official seal, this 3rd day of September, 2002, in the County and State aforesaid.

  
\_\_\_\_\_  
PRINT NAME  
NOTARY PUBLIC, STATE OF FLORIDA  
My commission expires Jan. 29, 2004  
Commission # CC 896172  
Bonded Through  
Atlantic Bonding Co., Inc.

OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN PURSUANCE OF CHAPTER 607.34, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED IN COMPLIANCE WITH SAID ACT:

FIRST THAT LLS AIRCRAFT SALES, INC., DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL OFFICE, AS INDICATED IN THE ARTICLES OF INCORPORATION AT 1835 S. OCEAN DRIVE, UNIT A, DELRAY BEACH, FLORIDA 33483 HAS NAMED MARK B. GOLDSTEIN, LOCATED AT 2700 N. MILITARY TRAIL, SUITE 130, BOCA RATON, FL 33431, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

LLS AIRCRAFT SALES, INC.  
a Florida corporation

BY:   
MARK B. GOLDSTEIN, Incorporator

HAVING BEEN NAMED 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, AND FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

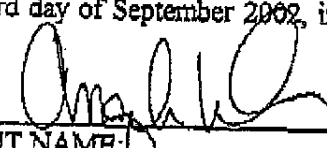
BY:   
MARK B. GOLDSTEIN

STATE OF FLORIDA)

COUNTY OF PALM BEACH)

I HEREBY CERTIFY on this day, before me, an officer duly authorized to administer oaths and to take acknowledgments, personally appeared Mark B. Goldstein, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form of identification of the above-named person; Florida Drivers License and that an oath was not taken.

WITNESS my hand and official seal, this 3rd day of September 2002, in the County and State aforesaid.

PRINT NAME:   
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires  
Angela W. Hefsky  
Commission # CG 896177  
Expires Jan 29, 2004  
Bonded Thru  
Atlantic Bonding Co., Inc.



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