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# ARTICLES OF INCORPORATION

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

**OF** 

# ORLANDO COUNTRY AVIATION SERVICES, INC.

The undersigned acting as incorporator of a Florida corporation under the Florida General corporation act, chapter 607, Florida statutes, adopts the following Articles of Incorporation for such corporation:

#### ARTICLE I NAME

The name of the corporation is Orlando Country Aviation Services, Inc. and the principle address for the corporation is 1320 Northridge Drive, Longwood, FL32750

#### ARTICLE II DURATION

The corporation shall have perpetual existence unless sooner dissolved according to law.

# ARTICLE III PURPOSE

The corporation is organized for the purposes of transacting any and all lawful business for which corporation may be incorporated in the state of Florida.

## ARTICLE IV CAPITAL STOCK

The corporation is authorized to issue: 5,000 shares of common stock at par value of \$1.00 per share.

## ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 1320 Northridge Drive, Longwood, FL 32750 and the initial registered agent for the corporation at the address is James P.A. Thompson.

#### ARTICLE VI INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director initially, who shall manage the corporation until such time as shares of stock in the corporation are duly issued. The name and address of the initial director of the corporation is: James P.A. Thompson of 1320 Northridge Drive, Longwood, Florida 32750.

#### ARTICLE VII INCORPORATOR

The name of the person signing these Articles and address is: James P.A. Thompson 1320 Northridge Drive Longwood, Fl 32750

# ARTICLE VIII QUORUM FOR STOCKHOLDERS MEETINGS

Unless otherwise provide for in the Corporations Bylaws, a majority of the shares entitled to vote, represented in person or by proxy, shall be required to constitute a quorum at a meeting of shareholders.

## ARTICLE IX RESTRICTIONS ON TRANSFER OF CAPITAL STOCK

Unless otherwise provided in the corporations Bylaws, no shares of the capital stock of this Corporation may be transferred without the prior approval of the Corporations Board of Directors.

#### ARTICLE X INDEMNIFICATION

The corporation shall indemnify its officers, directors and authorized agents for all liabilities incurred directly, indirectly and incidentally to services performed for the corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted. IN WITNESS WHEREOF, the undersigned has executed these ARTICLES of INCORPORATION this the day of , 2003.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the

provisions of said Act relative to keeping open said office.