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CLERK OF DISTRICT COURT
JANUARY 10, 2005

Articles of Incorporation of FREEDOM AVIATION HOLDINGS, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby associates himself with others to form a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be: **FREEDOM AVIATION HOLDINGS, INC.**

ARTICLE II

The general nature of the business to be transacted by the corporation and its powers are:

(a) The acquisition of equipment associated with certain industrial processes, including aviation applications.

(b) To engage in, manage, operate own, buy, sell, and otherwise embark upon and engage in any and all endeavors associated with general aviation including, but not limited to investing in companies involved in matters relating to general aviation.

(c) To do all the things and to have and exercise all of the powers, rights, privileges now or hereafter conferred by the Laws of the State of Florida upon corporations;

(d) The corporation shall further have the power to purchase its own shares for any purpose, if after such purchase its assets will not be less than its liabilities plus stated capital;

(e) To perform fully any agreement with any person who purchases shares from the corporation under an agreement reserving to the corporation the right to repurchase or obligating it to repurchase such shares;

(f) To perform any agreement with any shareholder giving the corporation the right to repurchase such shares upon the shareholder's death or upon the happening of any other event which may be set out in the agreement.

ARTICLE III

The maximum number of shares that this corporation is authorized to have outstanding at any time is 7,500 share of common stock having a par value of One Dollar (\$1.00), which shall be fully paid and non-assessable. The holders of each share of

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common stock shall have one vote for each share owned. If at any time the holders of a majority or more of the then issued and outstanding shares of the corporation shall enter into an agreement restricting or limiting the sale, transfer, assignment, pledge or hypothecation of the shares of the corporation or any part thereof to which agreement the corporation shall become a party, the corporation shall thereupon observe and carry out upon and as its part the terms of any such agreement, and shall refuse to recognize any sale, transfer, assignment, pledge or hypothecation, or any attempted sale, transfer, assignment, pledge or hypothecation, of any of the shares covered by such agreement, unless the same be in conformity with the terms and conditions of such agreement, provided that a copy of such agreement be filed in the principal office of the corporation, and further provide that notice of the existence of such provision be noted conspicuously on the face or back of each and every Certificate of shares subject to the terms of any such agreement. The stock of the company shall have preemptive rights.

ARTICLE IV

The amount of capital with which this corporation is commencing business is not less than \$500.00.

ARTICLE V

This corporation shall have perpetual existence.

ARTICLE VI

Registered Agent for this corporation shall be Robert J. Gorman and the registered office of the corporation shall be 1209 Delaware Avenue, Fort Pierce, Florida 34950. The principal office of this corporation shall be 1209 Delaware Avenue, Fort Pierce, Florida 34950.

ARTICLE VII

The corporation shall initially, have two (2) Directors. The number of Directors may be increased or diminished from time to time in accordance with the By-Laws adopted for the conduct of the affairs of the corporation.

ARTICLE VIII

The name and address of the initial director is: Jack Warner, 133 Barry Avenue, Little Torch Key, FL 33042.

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ARTICLE IX

The name and street address of the incorporator of this corporation is Robert J. Gorman, 1209 Delaware Avenue, Fort Pierce, Florida.

ARTICLE X

The business of the corporation shall initially be conducted by a President, and Secretary/Treasurer. The business of the corporation shall at any future time be conducted by such other offices as may be elected and qualified pursuant to the By-Laws of this corporation which may be adopted for the conduct of the affairs thereof. The following shall constitute the officers of the corporation until the first meeting thereof, or until their successors are duly elected and qualified:

President - Jack Warner
Vice President - Jeff Kerlo
Secretary - Brian Warner
Treasurer - Brian Warner

ARTICLE XI

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by majority of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to the Articles of Incorporation be made.

IN WITNESS WHEREOF the undersigned has set his hand and seal this 8th day of July, 2004.


Robert J. Gorman
Incorporator

STATE OF FLORIDA
COUNTY OF ST. LUCIE

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BEFORE ME, the undersigned authority, personally appeared Robert J. Gorman, who is ☒ personally known to me or has ☐ produced a _____ Driver's license as identification, and who ☐ did ☐ did not take an oath, and who subscribed the above Articles of Incorporation, and she did freely and voluntarily acknowledge before me, according to law, that she made the same for the uses and purposes therein mentioned and set forth. *gjm* WITNESS my hand and official seal, in the County and State last aforesaid this day of July, 2004.

My Commission Expires:


Notary Public

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CAPITAL CONNECTION

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**ACKNOWLEDGMENT AND ACCEPTANCE OF
REGISTERED AGENT**

The undersigned, having been named as the Registered Agent for FREEDOM AVIATION HOLDINGS, INC., and as agent to accept service of process of such corporation, at the place designated in Article VI, does hereby accept to act in this capacity, and agrees to comply with the provisions of the General Corporation Act, Chapter 607 of the Florida Statutes, relative to keeping the registered office of said corporation open.


Robert J. Gorman

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CLERK OF COURT
TALLAHASSEE, FLORIDA

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