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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

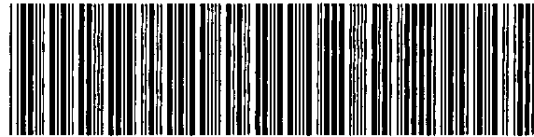
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T. HAMPTON

MAR 24 2009

EXAMINER



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DIVISION OF CORPORATIONS
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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Aerospace Engineering of America, Inc.
(Name of Resulting Florida Profit Corporation)

The enclosed Certificate of Conversion, Articles of Incorporation, and fees are submitted to convert an "Other Business Entity" into a "Florida Profit Corporation" in accordance with s. 607.1115, F.S.

Please return all correspondence concerning this matter to:

Teresa Sikes
(Contact Person)

Aerospace Engineering of America, Inc.
(Firm/Company)

6244 Bartholf Avenue
(Address)

Jacksonville, Florida 32210
(City, State and Zip Code)

For further information concerning this matter, please call:

Teresa Sikes at (904) 626-3226
(Name of Contact Person) (Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|---|---|---|---|
| <input type="checkbox"/> \$105.00 Filing Fees | <input type="checkbox"/> \$113.75 Filing Fees
and Certificate of
Status | <input type="checkbox"/> \$113.75 Filing Fees
and Certified Copy | <input checked="" type="checkbox"/> \$122.50 Filing Fees,
Certified Copy, and
Certificate of Status |
|---|---|---|---|

STREET ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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Certificate of Conversion
For
"Other Business Entity"
Into
Florida Profit Corporation

This Certificate of Conversion **and attached Articles of Incorporation** are submitted to convert the following **"Other Business Entity"** into a **Florida Profit Corporation** in accordance with s. 607.1115, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

Aerospace Engineering of America, LLC

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a limited liability company
(Enter entity type. Example: limited liability company, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Florida

(Enter state, or if a non-U.S. entity, the name of the country)

on

11/9/2006

(Enter date "Other Business Entity" was first organized, formed or incorporated)

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

Florida

4. The name of the Florida Profit Corporation as set forth in the **attached Articles of Incorporation:**

Aerospace Engineering of America, Inc.

(Enter Name of Florida Profit Corporation)

5. If not effective on the date of filing, enter the effective date: _____
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date listed in the attached Articles of Incorporation, if an effective date is listed therein.)

Signed this 19th day of March, 20 09.

Required Signature for Florida Profit Corporation:

Signature of Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator: Teresa Sikes

Printed Name: Teresa Sikes Title: Director

Required Signature(s) on behalf of Other Business Entity: [See below for required signature(s).]

Signature: Teresa Sikes
Printed Name: Teresa Sikes Title: Secretary/Treasurer

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of ALL General Partners.

If Florida Limited Liability Company:

Signature of a Member or Authorized Representative.

All others:

Signature of an authorized person.

Fees:

Certificate of Conversion:	\$35.00
Fees for Florida Articles of Incorporation:	\$70.00
Certified Copy:	\$8.75 (Optional)
Certificate of Status:	\$8.75 (Optional)

**ARTICLES OF INCORPORATION
OF
AEROSPACE ENGINEERING OF AMERICA, INC.**

These Articles of Incorporation supersede in the entirety the heretofore existing Articles of Incorporation, or Application for Charter as the case may be, and all amendments thereto, of Aerospace Engineering of America, Inc.

ARTICLE 1. NAME

1.1 The name of the Corporation is Aerospace Engineering of America, Inc. (the "Company").

ARTICLE 2. DURATION

2.1 The duration of the Company is perpetual.

ARTICLE 3. PURPOSE

3.1 The purpose of the Company is to engage in any lawful activity for which a corporation may be organized under Florida laws, it being the purpose and intent of this Article to invest the Company with the broadest purposes, objects and powers lawfully permitted a corporation formed under said laws.

ARTICLE 4. CAPITAL STOCK

4.1 The Company is authorized to issue one thousand five hundred (1,500) shares of stock, one dollar (\$1.00) par value per share. All such shares are to be of one class and shall be designated as Common Stock.

4.2 The shareholders of the Company shall not have preemptive rights.

4.3 Each share of Common Stock shall have one vote in any and all matters affecting the Company.

ARTICLE 5. INITIAL OFFICERS AND DIRECTORS

5.1 The initial officers of the Company shall be the following:

President – Teresa D. Sikes

Secretary/Treasurer – Teresa D. Sikes

5.2 The initial directors of the Company shall be the following:

Teresa D. Sikes

**ARTICLE 6. REGISTERED AGENT, REGISTERED OFFICE AND OTHER
OFFICES**

6.1 Teresa D. Sikes shall serve as registered agent. The registered office is located at 6244 Bartholf Avenue, Jacksonville, FL 32210.

6.2 The address of the principal place of business and mailing address of the Company shall be 6244 Bartholf Avenue, Jacksonville, FL 32210. The Company may establish offices in any

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other place in Florida, or in other states or territories of the United States.

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ARTICLE 7. DIRECTORS

7.1 The business and affairs of the Company shall be managed by the Board of Directors. The number of directors may be fixed from time to time by the Bylaws but shall not be less than the minimum number required by Florida law. The directors need not be shareholders and officers need not be directors. Their terms (which may include staggered terms) and the manner of their election shall be as provided in the Bylaws.

7.2 To the fullest extent permitted by Florida law, a director of the Company shall not be liable to the Company or its shareholders for monetary damages for breach of fiduciary duty as a director. If Florida law is amended after adoption of this provision to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Company shall be eliminated or limited to the fullest extent permitted by Florida law, as so amended from time to time. Any repeal or modification of this Section 7.2 by the shareholders of the Company shall not adversely affect any right or protection of a director of the Company existing at the time of such repeal or modification or with respect to events occurring prior to such time.

7.3 In addition to the powers and authorities hereinbefore or by statute expressly conferred upon them, the directors are hereby empowered to exercise all such powers and do all such acts and things as may be exercised or done by the Company; subject, nevertheless, to the provisions of Florida law, these Articles of Incorporation and to any bylaws from time to time adopted; provided, however, that no bylaws so adopted shall invalidate any prior act of the directors which would have been valid if such bylaw had not been adopted.

ARTICLE 8. OFFICERS

8.1 The officers of the Company shall be a President, a Secretary and a Treasurer, and, in the discretion of the Board of Directors, which may leave one or more offices vacant from time to time, such other officers and assistant officers as may be deemed necessary by the Board of Directors. Officers shall be elected at the annual meeting of the Board of Directors. Any number of offices may be held by the same person.

ARTICLE 9. INTERNAL AFFAIRS

The following provisions for the regulation of the business and for the conduct of the affairs of the Company, the directors and the shareholders are hereby adopted:

9.1 The power to alter, amend, or repeal the Bylaws or adopt new bylaws shall be vested in the Board of Directors and the shareholders, or either of them, which power may be exercised in the manner and to the extent provided in the Bylaws, provided, however, that the Board of Directors may not alter, amend or repeal any bylaw establishing what constitutes a quorum at such shareholders' meetings, or which was adopted by the shareholders and specifically provides that it cannot be altered, amended or repealed by the Board of Directors. The Bylaws may contain any provisions for the regulation of the business and for the conduct of the affairs of the Company.

9.2 The Company reserves the right from time to time to amend, alter or repeal each and every provision contained in these Articles of Incorporation, or to add one or more additional provisions, in the manner now or hereafter prescribed or permitted by Florida law, and all rights conferred upon shareholders at any time are granted subject to this reservation.

ARTICLE 10. INCORPORATORS

10.1 The names and addresses of the incorporators, meeting qualifications of incorporators under Florida law, are:

Teresa Sikes, 6244 Bartholf Avenue, Jacksonville, FL 32210

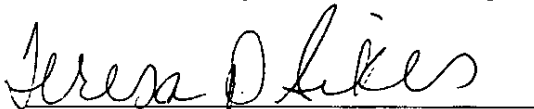
The foregoing are hereby certified by the undersigned officer of Aerospace Engineering of America, Inc. to be a true and accurate copy of the Articles of Incorporation of Aerospace Engineering of America, Inc. and to be in full force and effect this date.

Given under my hand and the seal of the Company this 18th day of March, 2009.

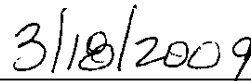


President

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



Signature of Registered Agent



Date

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