

P9500025898

TRANSMITTAL LETTER

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

400001443104
-03/29/95--01087--014
*****70.00 *****70.00

Subject: POTTER AVIATION SERVICES, INC.

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and check in the amount of \$70.00.

FROM : POTTER AVIATION SERVICES, INC.
9421 W. Calusa Club Drive
Miami, Florida 33186
Telephone: (305) 382-7589

3/27/95

EFFECTIVE DATE

3/27/95

FILED
95 MAR 29 PM 2:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF
POTTER AVIATION SERVICES, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following articles of incorporation:

ARTICLE ONE
NAME

The name of the corporation is POTTER AVIATION SERVICES, INC.

ARTICLE TWO
CORPORATE DURATION

The duration of the corporation is perpetual. The date and time of the commencement of corporate existence is March 27, 1995 at 12:01 a.m. Eastern Standard Time.

ARTICLE THREE
PURPOSE OR PURPOSES

The general purposes for which the corporation is organized are:

1. To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

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ARTICLE FOUR CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is one thousand (1,000). Such shares shall be of a single class, and shall have no par value per share.

ARTICLE FIVE REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 950 S.E. 12th Street, Hialeah, Florida 33010, and the name of its initial registered agent at such address, is Nicolas Finazzo.

ARTICLE SIX DIRECTORS

The number of directors constituting the initial board of directors of the corporation is two (2). The name and address of each person who is to serve as a member of the initial board of directors is:

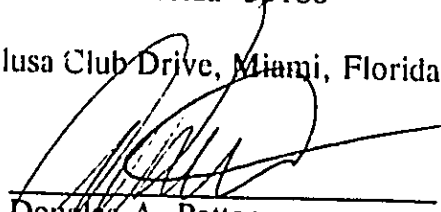
<u>Name</u>	<u>Address</u>
Douglas A. Potter, President	9421 W. Calusa Club Drive Miami, Florida 33186
Theresa M. Potter, Secretary/Treasurer	9421 W. Calusa Club Drive Miami, Florida 33186

ARTICLE SEVEN
INCORPORATORS

The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
Douglas A. Potter	9421 W. Calusa Club Drive Miami, Florida 33186

Executed by the undersigned at 9421 W. Calusa Club Drive, Miami, Florida
33186 on March 28, 1995.



Douglas A. Potter
Incorporator

ACKNOWLEDGEMENT

State of Florida)
)ss.
County of Dade)

The foregoing instrument was acknowledged before me a Notary Public in
and for the State of Florida this 28th day of March, 1995 by Douglas A. Potter,
who is personally known to me and who did not take an oath.



Notary Public
State of Florida at Large

BENITA CRUZ VALDES
(Print, type or stamp Commissioned
Name of Notary Public)

(SEAL)

Notary Public, State of Florida
My Commission Expires May 27, 1995
Bonded Thru Troy Fain - Insurance Inc.

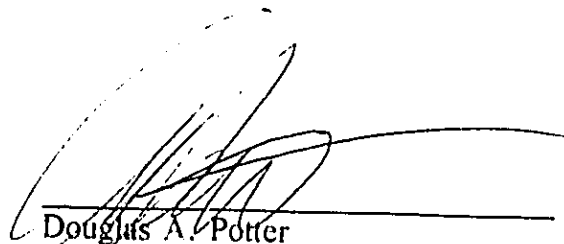
To. The Department of State
Tallahassee, Florida 32304

CERTIFICATE DESIGNATING PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 607.325 of the Florida General Corporation Act,
the following is submitted:

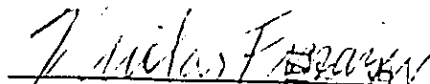
POTTER AVIATION SERVICES, INC., with its place of business at 9421
W. Calusa Club Drive, Miami, Florida 33186 has named Nicolas Finazzo, located
at 9421 W. Calusa Club Drive, Miami, Florida 33186, as its agent to accept
service of process within Florida.

Dated March 28, 1995.


Douglas A. Potter
President

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 I further agree to comply with the provisions of all statutes relative
to the proper and complete performance of my duties, and I accept the duties and
obligations of Section 607.325 of the Florida General Corporation Act.

Dated March 28, 1995.


Nicolas Finazzo
Registered Agent
OFFICE OF THE
CLERK OF THE
SUPREME COURT
TALLAHASSEE, FLORIDA
FILED
MAR 29 PM 2:16