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TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
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TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: TOTAL AVIATION SERVICES, INC.
FAX AUDIT NUMBER: H95000003777 CURRENT STATUS: REQUESTED
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RECEIVED
DIVISION OF CORPORATIONS
APR 3 1995
10:19:28
05:14

APR-03-1995 10:20 FROM EMPIRE

TO

1904922000 P.20

ARTICLES OF INCORPORATION
OF
TOTAL AVIATION SERVICES, INC.

FILED
55 APR -3 PM 1:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(5)

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation of such Corporation:

ARTICLE I
NAME

The name of the corporation shall be Total Aviation Services, Inc.

ARTICLE II
DURATION

The corporate existence shall begin at the time of subscription and acknowledgment of these Articles, except that in the event those Articles are not filed with the Department of State within five (5) days, exclusive of legal holidays, after subscription and acknowledgment hereof, corporate existence shall begin when these Articles are filed with the Department of State. This Corporation shall exist perpetually, unless sooner dissolved according to law.

ARTICLE III
PURPOSE

The purpose for which the Corporation is organized is to engage in any activity or business permitted under the Laws of the United States and of the State of Florida.

ARTICLE IV
CAPITAL STOCK

The Corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of One Dollar (\$1.00) par value common stock.

ARTICLE V
PRINCIPAL OFFICE

The principal office of this corporation is at 51 Northwest 128th Avenue, in Fort Lauderdale, Florida 33325.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office is 51 Northwest 128th Avenue in Fort Lauderdale, FL 33325

Prepared by:

Frederic Buresh
540 NE 4 St.
Ft. Lauderdale, FL 33301
F1801-167614
305-763-9330

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and the name of its initial registered agent at that address is Donald P. Nardini.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Directors initially. The number of Directors may be either increased or decreased from time to time by the By-laws but shall never be less than one (1). The names and addresses of the initial Directors of this corporation are:

Donald P. Nardini	51 Northwest 128th Avenue Fort Lauderdale, FL 33325
Martin L. Aaron	1020 Southwest 93rd Terrace Plantation, FL 33324

ARTICLE VIII
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 prorata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IX
CUMULATIVE VOTING

At each election for Directors, every Shareholder entitled to vote in the election shall have the right to cumulate his vote by giving one candidate as many votes as the number of Directors at that time multiplied by the number of his shares, or by distributing the votes on the same principle among any number of the candidates.

ARTICLE X
INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director to the full extent permitted by law.

ARTICLE XI
AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any Amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

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ARTICLE XII
INCORPORATORS

The name and address of the incorporator and the person signing these Articles is:

Donald P. Nardini 51 Northwest 128th Avenue
Fort Lauderdale, FL 33325

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation at Fort Lauderdale, Florida, this 3rd day of April, 1995.

Donald P. Nardini
Donald P. Nardini

STATE OF FLORIDA

COUNTY OF BROWARD

SS.

The foregoing instrument was acknowledged before me this 3rd day of April, 1995, by Donald P. Nardini, who is personally known to me or who has produced identification as shown below and did take an oath.

Sworn to and subscribed before me on the day and year above written.

L. E. Witherspoon
Notary Public, State of Florida
Terri L. Witherspoon
(Print Name Here)

My Commission Expires:



TERRI L. WITHERSPOON
My Commission Expires 03/03/98
Bonded by HAI
800-422-1898

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

In pursuance of Chapter 607.034 Florida Statutes, the following is submitted in compliance with said Act:

First that Total Aviation Services, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at Fort Lauderdale, County of Broward, State of Florida, has named Donald P. Nardini, located at 51 Northwest 128th Avenue in Fort Lauderdale, Florida 33325, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby agree to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By Donald P. Nardini
Registered Agent

FILED
MAR 3 1996
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