

**P95000028306**

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April 3, 1995

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32314

RE: **BARROL AVIATION, INC.**

ENCLOSURE  
APR 07 1995  
TALLAHASSEE, FLORIDA  
\*\*\*122.50 \*\*\*122.50

Gentlemen:

Enclosed herewith please find the original Articles of Incorporation of the above referenced corporation. You will also find this firm's check in the amount of \$122.50 which sum represents your filing fee.

Please forward the certified copy of the Articles of Incorporation directly to the undersigned. If you have any questions, do not hesitate to contact this office.

Very truly yours,

*Robert J. Gorman*  
Robert J. Gorman

RJG/cat

Enclosures

FILED  
95 APR -6 PM 2:57  
TALLAHASSEE, FLORIDA

AA6  
4-10

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FILED  
SEC. 602  
ALLIANCE

**ARTICLES OF INCORPORATION  
OF  
BARROL AVIATION, 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: BARROL AVIATION, INC.

**ARTICLE II**

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

(a) To engage generally in business as and relating to aviation including, but not limited to, fueling, storing, car rental, sales, and all phases of aviation for which the corporation shall have qualified within and/or without the State of Florida, for all persons, entities, governmental bodies and corporations;

(b) 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;

(c) 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;

(d) 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;

(e) 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 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

in 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.

#### **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 R. ERROL HOUCK, and the registered office of the corporation shall be 3100 Airmens Drive, Fort Pierce, Florida 34946. The principal office of this corporation shall be 3100 Airmens Drive, Fort Pierce, Florida 34946.

#### **ARTICLE VII**

The corporation shall initially, have one (1) Director. 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: R. ERROL HOUCK, 3100 Airmens Drive, Fort Pierce, Florida 34946.

#### **ARTICLE IX**

The name and street address of the incorporator of this corporation is R. ERROL HOUCK, 3100 Airmens Drive, Fort Pierce, Florida 34946.

#### **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 officers 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 ----- R. ERROL HOUCK

Vice President, Secretary and Treasurer ----- BARBARA J. HOUCK

#### **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 27<sup>th</sup> day of March, 1996.

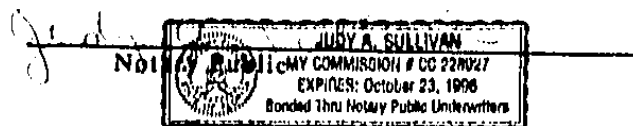
R. Errol Houck  
R. ERROL HOUCK, Incorporator

STATE OF FLORIDA  
COUNTY OF ST. LUCIE

BEFORE ME, the undersigned authority, personally appeared R. ERROL HOUCK, who is personally known to me or has produced \_\_\_\_\_ in identification, and who did not take an oath, and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me, according to law, that he made the same for the uses and purposes therein mentioned and set forth.

WITNESS my hand and official seal, in the County and State last aforesaid this 27 day of December, 1996.

My Commission Expires:



### ACKNOWLEDGMENT AND ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been named as the Registered Agent for BARROL AVIATION, 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.

R. Errol Houck  
R. ERROL HOUCK

FILED  
95 APR -6 PM 2:57  
TALLAHASSEE, FLORIDA