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July 7, 1995

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

Re: L & H Aircraft Maintenance, Inc.

Dear Sir/Madam:

F CFF HARTS

ALIBERT FEO. MA

ADMITTER FL & NA

KENNETH J. FURNAN

DOMALD J. PHELMAN

DANIEL PATIFICK LEGNARD ADMITTED MA TONEMARIE KENNEDY ADMITTED 14

ADMITTE FLAPA MICHAEL J. FERRIN ADMITTED FL

Enclosed please find the original and one executed copy of the Articles of Incorporation for the above-referenced corporation.

Also enclosed please find a check in the amount of \$122.50 representing payment of the following: \$35.00, filing fee; \$52.50, certified copy fee; \$35.00, registered agent designation.

Please file the Articles with the State and return a certified copy to the undersigned. Should you have any questions, please do not hesitate to contact me.

Very truly yours,

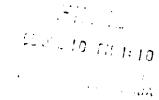
Alichael J. Jerrin

Michael J. Ferrin

MJF/ac Enclosures "SIGNED IN ME. FERRING ABSENCE TO AVOID DELAT IN MAILING."

ee: Mr. Laris Hatcher

ARTICLES OF INCORPORATION



OF

L & H AIRCRAFT MAINTENANCE, INC

The undersigned subscribers being natural persons competent of contract hereby file the following Articles of Incorporation under the laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE

Name: The name of the corporation is L & H AIRCRAFT MAINTENANCE, INC

ARTICLE II

<u>Duration:</u> This corporation shall exist perpetually.

ARTICLE III

<u>Purpose</u>: The purpose of this corporation is to have and exercise any and all powers necessary or convenient to effect its purpose and to otherwise engage in any lawful business permitted under the laws of the State of Florida.

ARTICLE IV

Capital Stock: This corporation is authorized to issue 7,500 shares of capital stock.

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE V

Initial Registered Office and Agent: The street address of the initial registered office of the corporation is 1400 Centrepark Blvd., Suite 909, West Palm Beach, Florida and the registered agent is Michael J. Ferrin.

The street address of the principal office of the corporation is 6. South Lakeshore Drive, Hypotuxo, 14, 33462.

ARTICLE VI

<u>Pre-Emptive Rights:</u> Each shareholder, upon the sale for each 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 pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the prices at which it is offered to others.

ARTICLE YII

<u>Initial Board of Directors</u>: This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial directors of the corporation are as follows:

Laris Hatcher 6 S. Lakeshore Dr., Hypoluxo, FL 33462

Holly Hatcher 6 S. Lakeshore Dr., Hypoluxo, FL 33462

ARTICLE VIII

Incorporators: The names and addresses of the persons signing these Articles is Laris Hatcher, 6 S. Lakeshore Dr., Hypoluxo, FL 33462.

ARTICLE IX

By-Laws The power to adopt, after or repeal By-Laws shall be vested in the Board of Directors and Shareholders

ARTICLE X

Indemnification. The corporation shall indemnify its officers, directors and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed from the corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at West Palm Beach, Florida this 7th day of Rose, 1995.

Laris Hatcher

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned authority, personally appeared LARIS HATCHER, to me well known to be the person described in and who subscribed the above Articles of Incorporation, and they did freely and voluntarily acknowledge before me according to the law that they made and subscribed same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF I have hereunto set my hand and official seal in the county

and state last aforesaid this 7th day of June, 1995

NOTARY PUBLIC

My Contrassion Expires

CAROLYN M. CADIGIAN
MY COMMISSION & CC 316188
EXPIRES: October 18, 1997
Bonded Thru Notary Public Underwrite

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST L& HAIRCRAFT MAINTENANCE, INC, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, in the City of West Palm Beach, Palm Beach County, State of Florida, has named Michael J. Ferrin as its agent to accept service of process within this State.

Having been named to accept service of process for the abovestated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping said office.

Michael / Herrin

FICTITIOUS NAME AFFIDAVIT

STATE OF FLORIDA)
) s.
COUNTY OF PALM BEACH)

THE UNDERSIGNED, under oath, says it is the intention of the undersigned to engage in a business enterprise under the fictitious name of KEMPER AIRCRAFT MAINTENANCE, located at Hanger 1301, Palm Beach County Airport, Lantana, Palm Beach County, Florida.

Those interested in said enterprise and the extent of the interest of each is as follows: One Hundred Percent (100%) L & H AIRCRAFT MAINTENANCE, INC., a Florida corporation, 6 South Lakeshore Drive, Hypoluxo, rilorida 33462.

LARIS HATCHER

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned authority, personally appeared LARIS HATCHER, to me well known to be the person described in and who subscribed the above Articles of Incorporation, and they did freely and voluntarily acknowledge before me according to the law that they made and subscribed same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF I have hereunto set my hand and official seal in the county and state last aforesaid this 7th day of July, 1995.

NOTARY PUBLIC

My Commi

CAROLYN M. GADIGIAN
MY COMMISSION # CC 316158
EXPIRES: October 18, 1997
conded Thru Motory Public Underwitten