

P9600000 4786

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ATTORNEYS

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

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PLEASE REPLY TO:
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OF COUNSEL
RONALD F. ANDERSON
DAVID KLAUGHTER
MEMBERS OF GEORGIA BAR

January 9, 1996

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****122.50 ****122.50

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32301

RE: OTTENDORF AVIATION, INC.

Gentlemen:

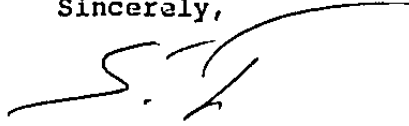
Enclosed herewith are the original and one copy of the Articles of Incorporation for the above-referenced corporation.

Also enclosed is our client's check in the amount of \$122.50 to cover the cost of the Filing Fee, Certified Copy of Charter and Registered Agent Fee.

Please return to us a certified copy of the Articles of Incorporation in the enclosed envelope.

Thank you for your cooperation in this matter.

Sincerely,



Scott R. Rost

SRR/dk
Enclosures

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F. CHESSEN JAN 17 1996

FILED
JAN 12 AM 9:20
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

OTTENDORF AVIATION, INC.

FILED
95 JAN 12 AM 9:20
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation shall be Ottendorf Aviation, Inc.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Secretary of State. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of any and all lawful business engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States Of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 100 common voting par value shares of common capital stock. The par value of each share of stock shall be \$1.00.

Articles of Incorporation of Ottendorf Aviation, Inc.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions Imposed By This Corporation's Articles Of Incorporation, A Copy Of Which Is On File At This Corporation's Principal Office."

ARTICLE VII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

Articles of Incorporation of Ottendorf Aviation, Inc.

ARTICLE VIII. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office and the address of this corporation's initial registered office shall be: 444 Seabreeze Blvd., Suite 800, Daytona Beach, FL 32118.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: Scott R. Rost.


ARTICLE IX. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator is: Scott R. Rost, 444 Seabreeze Blvd., Suite 800, Daytona Beach, FL 32118.

ARTICLE X. AMENDMENT

This corporation reserves the right amend or repeal any provisions in these Articles Of Incorporation, or any amendments

hereto. Any rights conferred upon the shareholders shall be subject to this reservation.



Scott R. Rost - Incorporator

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept my designation as resident agent and agree to serve as the resident agent of Ottendorf Aviation, Inc. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for Ottendorf Aviation, Inc.



Scott R. Rost - Registered Agent

State Of Florida

County Of Volusia

On January 4, 1996, Scott R. Rost, designated above as the individual who shall serve as the corporation's initial registered agent and incorporator, who is personally known to me, or produced a Florida driver's license as identification,

Articles of Incorporation of Ottendorf Aviation, Inc.

personally appeared before me at the time of notarization, and,
after being given the oath, acknowledged signing these Articles Of
Incorporation of Ottendorf Aviation, Inc.

Kathleen M. Conery
Notary Public

KATHLEEN M. CONERY
(Notary Public - Printed Or Typed Name)

Commission Expiration Date & Commission Number

11/16/96

20242034



KATHLEEN M. CONERY
My Comm Exp 11/16/96
Bonded By Service Ins
No CC242034
(SEAL)
Notary Public

FILED
96 JAN 12 AM 9:20
TALLAHASSEE, FLORIDA

Articles of Incorporation of Ottendorf Aviation, Inc.