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January 31, 1996

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

EFFECTIVE DATE
Feb. 9, 1996

Re: Aviation Overhaul Enterprises, Inc.

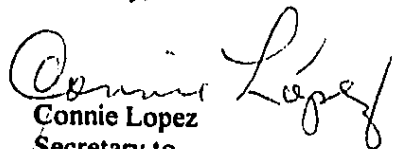
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-02/02/96--01058--009
****122.50 ****122.50

Dear Sir/Madam:

Enclosed please find the Articles of Incorporation for AVIATION OVERHAUL ENTERPRISES, INC., for filing, along with check # 1805 in the amount of \$122.50 payable to the Secretary of State for filing fee.

If you need any additional information in regards, you may contact us at (305) 285-0800.

Sincerely,


Connie Lopez
Secretary to
Richard Siegmeister, Esq.

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FILED
95 FEB -2 AM 8:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

63 2/7/96

ARTICLES OF INCORPORATION

OF

**AVIATION OVERHAUL
ENTERPRISE, INC.**

FILED

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

EFFECTIVE DATE
Feb. 9, 1996

The name of this corporation is **AVIATION OVERHAUL ENTERPRISE, INC.**

ARTICLE II

The purpose or purposes for which this corporation is organized to conduct any or all lawful business.

ARTICLE III

This corporation is authorized to issue a maximum of ten thousand (10,000) shares of stock. The shares of stock authorized shall be common stock having a par value of ten cents (\$.10) per share. The consideration to be paid for each share of stock shall be fixed by the board of directors.

ARTICLE IV

This corporation shall have a perpetual existence unless sooner dissolved according to law.

ARTICLE V

The initial street address of the principal office of this corporation shall be:

2665 South Bayshore Drive
Suite 1100
Coconut Grove, Florida 33133

ARTICLE VI

The number of directors may be altered, from time to time, by By-Laws adopted by the Shareholders, however, the corporation shall have no less than one (1) Director at any time.

ARTICLE VII

The name and post office of the first Board of Directors and officer of this corporation, who shall hold office for the first year or until his successor are chosen shall be:

Richard Siegmeister, Esquire
2665 South Bayshore Drive
Suite 1100
Coconut Grove, Florida 33133

ARTICLE VIII

The name and address of the Subscriber of these Articles of Incorporation is as follows:

Richard Siegmeister, Esquire
2665 South Bayshore Drive
Suite 1100
Coconut Grove, Florida 33133

ARTICLE IX

The corporations initial Registered Agent and Registered Office in the State of Florida shall be:

Richard Siegmeister, Esquire
2665 South Bayshore Drive
Suite 1100
Coconut Grove, Florida 33133

ARTICLE X

The corporation's existence will commence on February 9, 1996.

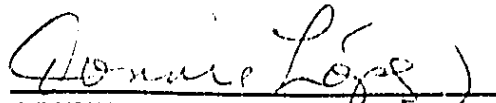
THE UNDERSIGNED Incorporator, for the purpose of forming a corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.


RICHARD SIEGMEISTER, ESQUIRE

STATE OF FLORIDA)
)SS
COUNTY OF FLORIDA)

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared **RICHARD SIEGMEISTER** known to me to be the described in the foregoing Articles of Incorporation, and he acknowledged before me that he executed said Articles of Incorporation.

WITNESS my hand and official seal at Miami, County of Dade, State of Florida, this **31** day of January 1996.



CONNIE LOPEZ - NOTARY PUBLIC

SEAL:



CONNIE LOPEZ
My Commission GC427350
Expires Dec 18 1998
Bonded by HAI
900-422 1556

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

FILED
96 FEB -2 AM 0:41
CLERK OF STATE
TALLAHASSEE FLORIDA

In pursuance of Chapter 607.34, Florida Statutes, the following is submitted, in compliance with said Act:

First that **AVIATION OVERHAUL ENTERPRISE, INC.** desires 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 Miami County of Dade, State of Florida, has named **RICHARD SIEGMEISTER**, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service for the above stated 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 open said office.

By 
RICHARD SIEGMEISTER, ESQ.