

P960000018047

Severs, Stadler & Harris, P. A.

500 Palm Ave., P.O. Box 600
Titusville, Florida 32781-0600

Dwight W. Severs
Richard E. Stadler
John M. Harris

John M. Stirling
of Counsel

3-2879

Telephone
(407) 267-1711

Fax
(407) 268-0081

February 21, 1996

Secretary of State
Corporate Division
The Capital
Tallahassee, Florida 32304

Re: Articles of Incorporation
DeBENAIR AVIATION SERVICES, INC.

Gentlemen:

I am enclosing herewith an original and a copy of Articles of Incorporation for DeBENAIR AVIATION SERVICES, INC. In addition, my check in the amount of \$122.50 is enclosed to cover the following fees:


Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Fee	35.00
Total	\$122.50

9000001724989
-02/27/96--01054--017
****122.50 ****122.50

Please file the original Articles of Incorporation and return a certified copy to the undersigned in the enclosed envelope.

I thank you in advance for your prompt assistance.

Very truly yours,


Richard E. Stadler

FILED
96 FEB 26 PM 3:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF INCORPORATION
OF
DoBENAIR AVIATION SERVICES, INC.

96 FEB 26 PM 3:49

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby subscribe to these Articles of Incorporation and execute same for the purpose of becoming a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the Corporation shall be DoBENAIR AVIATION SERVICES, INC.

ARTICLE II - DURATION

The corporation shall have perpetual existence commencing on the filing of these Articles with the Secretary of State of the State of Florida.

ARTICLE III - PRINCIPAL OFFICE

The principal office of the corporation is 4821 Sisson Road, Titusville, FL 32780. The mailing address for the corporation is the same.

ARTICLE IV - PURPOSE

The corporation is organized to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE V - CAPITAL STOCK

The corporation is authorized to issue 1,400 shares of One Dollar (\$1.00) par value common stock which shall be designated "common shares".

ARTICLE VI - INITIAL DIRECTORS

The corporation shall have two 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. The name and address of the initial directors is as follows:

WILLIAM A. BENSON

4821 Sisson Road
Titusville, FL 32780

ANNETTE BENSON

4821 Sisson Road
Titusville, FL 32780

ARTICLE VII - INCORPORATORS

The name and address of the initial incorporator of this corporation is as follows:

WILLIAM A. BENSON 4821 Sisson Road
Titusville, FL 32780

ARTICLE VIII - REGISTERED AGENT

The name and street address of the initial registered agent and office of this corporation is as follows:

WILLIAM A. BENSON 4821 Sisson Road
Titusville, FL 32780

ARTICLE IX - INDEMNIFICATION

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

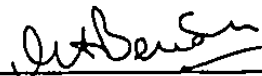
ARTICLE X - BY-LAWS

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the board of directors and shareholders of the corporation.

ARTICLE XI - AMENDMENT

The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

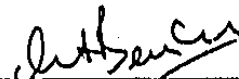
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 20th day of February, 1996.



WILLIAM A. BENSON

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts appointment as registered agent for DoBENAIR AVIATION SERVICES, INC.. and agrees to perform all duties and accept all responsibilities imposed by law.



WILLIAM A. BENSON

STATE OF FLORIDA)
COUNTY OF BREVARD)

BEFORE ME, the undersigned authority, personally appeared WILLIAM A. BENSON who is personally known to me or who produced his Florida driver's license for identification, and who took an oath and executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same, this 20th day of February, 1996.



Notary Public, State of Florida

(S E A L)

My Commission Expires:

STATE OF FLORIDA)
COUNTY OF BREVARD)



PEGGY SUE CAUDILL
MY COMMISSION # CC 225568 EXPIRES
September 15, 1996
BONDED THRU TROY FAIR INSURANCE, INC.

BEFORE ME, the undersigned authority, personally appeared WILLIAM A. BENSON who was personally known to me or who produced his Florida driver's license for identification, and who took an oath and executed the foregoing Acceptance of Registered Agent and acknowledged before me that he executed the same, this 20th day of February, 1996.



Notary Public, State of Florida

(S E A L)

My Commission Expires:



PEGGY SUE CAUDILL
MY COMMISSION # CC 225568 EXPIRES
September 15, 1996
BONDED THRU TROY FAIR INSURANCE, INC.