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5/24/96

FLORIDA DIVISION OF CORPORATIONS

9:13 AM

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((H96000007357))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS

FROM: FAG-T CORP. AGENTS, INC.

DEPARTMENT OF STATE

0405 NW 53RD ST

STATE OF FLORIDA

SUITE C-100

409 EAST GAINES STREET

MIAMI FL 33166-

3394-3079

TALLAHASSEE, FL 32399

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: D-C AIR, INC.

FAX AUDIT NUMBER: H96000007357

CURRENT STATUS: REQUESTED

DATE REQUESTED: 05/24/1996

TIME REQUESTED: 09:12:55

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** ENTER 'M' FOR MENU. **

5/24/96

FLORIDA DIVISION OF CORPORATIONS

9:13 AM

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ELECTRONIC PROCESSING MENU

FILED
96 MAY 24 AM 11:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5/24/96
1/5

FLORIDA DIVISION OF CORPORATIONS

96 MAY 24 AM 10:29

RECEIVED

ARTICLES OF INCORPORATION
OF

D-C-AIR, INC.

FILED
95 MAY 24 AM 11:54
CLERK OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED Subscribes to these Articles of Incorporation, each a natural person competent to contract hereby associate themselves together to form a corporation, under the laws of the State of Florida.

ARTICLE 1. NAME

The name of this corporation is D-C-Air, Inc.

ARTICLE 11. NATURE

The nature of the business to be transacted by this corporation is: aircraft sales and maintenance .

To erect dwelling, apartment houses, and other buildings, private or public, of all kinds, and to sell or rent the same. To lay out, grade, pave and dedicate roads, streets, avenues, highways, alleys, courts, paths, walks, parks, cemeteries and playgrounds. To buy, sell, mortgage, exchange, lease, let, hold for investment or otherwise, use and operate real estate of all kinds, improved or unimproved; and any right or interest therein.

Prepared by: U. S. TAX ACCOUNTING, INC.
869-B 97th Ave. N.
Naples, Fl 33963
(941) 597-7009

To manufacture, purchase, or otherwise acquire and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services of every class, kind and description; except that it is not to conduct a banking business, safe deposit trust, insurance, surety, express, railroad, canals, telegraph or telephone or cemetery company, a building and loan association, fraternal benefit society, state fair or exposition.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, execute mortgages, and transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities or other evidences of indebtedness created by any other corporation, and, while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock. To purchase its own capital stock from earned surplus.

To engage and deal with the directors of this corporation or its officers in contracts or otherwise, and in the absence of fraud, no director or officer of this corporation shall be disqualified from an arms length transaction with this corporation.

**ARTICLE III. CAPITAL
STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: Five hundred (500) having a \$1. Par Value. The consideration to be paid for each share shall be in money, property, or services as determined by the Board of Directors.

**ARTICLE IV. INITIAL
CAPITAL**

The amount of capital with which this corporation shall begin business is not less than Five Hundred Dollars (\$500.00).

**ARTICLE V. TERM OF
EXISTENCE**

This corporation is to exist perpetually.

ARTICLE VI. ADDRESS

The street address of its initial registered office of this corporation shall be 11071 E. Terry St., Bonita^{Spring}, Florida 33923, and the name of its initial registered agent at such address is L. W. Mayhood. The Board of Directors may from time to time move the registered office to any other address in Florida.

ARTICLE VII. DIRECTORS

Name	Address
L.W. Mayhood	11071 E. Terry St., Bonita Springs, FL 33923

ARTICLE IX. SUBSCRIBES

Name & Address	Consideration	No. of Shares
L.W. Mayhood 11071 E. Terry St. Bonita Springs, FL 33923	\$500.00	500

ARTICLE I. AMENDMENT

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 stockholders meeting by a 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 of the Articles of Incorporation be made.


 L. W. Mayhood (SEAL)

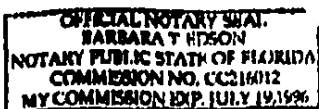
 (SEAL)

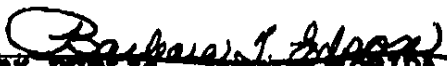
State of Florida
 County of Collier

I HEREBY certify that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared L. W. Mayhood and _____, to me known to be the person(s) described as subscribers in and who executed the foregoing Articles of Incorporation and acknowledged before me that they subscribed to these Articles of Incorporation.

WITNESS MY hand and seal this 23rd day of May, 1996.

My Commission Expires:




 NOTARY PUBLIC - STATE OF FLORIDA
 AT LARGE

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE
SERVED)

IN COMPLIANCE WITH SECTION 48.001, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST THAT D-C-AIR, INC.
(Name of Corporation)

DESIRING TO ORGANISE OR QUALIFY UNDER LAWS OF THE STATE OF FLORIDA,
COUNTY OF LEE
WITH ITS PRINCIPAL PLACE OF BUSINESS AT ~~SIXXXSXXXXXXXXXX~~, STATE OF
FLORIDA, HAS NAMED L.W. MAYHOOD, LOCATED AT 11071 E. TERRY ST.,
CITY OF BONITA SPRING STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE
OF PROCESS WITHIN FLORIDA.

SIGNATURE *L.W. Mayhood*
(Corporate Officer) L.W. Mayhood

TITLE President

DATE May 23, 1996

Having been named to accept service of process for the above stated
corporation, at the place designated in this certificate, I hereby
agree to act in this capacity, and I further agree to comply with the
provisions of all statutes relative to the proper and complete
performance of my duties.

SIGNATURE *L.W. Mayhood*
(Resident Agent) L.W. Mayhood

DATE May 23, 1996