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*A Partnership of Professional Associations*

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PHONE: (904) 469-0202  
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April 26, 1996

Corporate Records Bureau  
Division of Corporations  
Department of State  
409 E. Gaines Street  
Tallahassee, FL 32399

900001835669  
-05/22/96--01124--010  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

Re: LADY VAL AVIATION, INC.

Dear Personnel:

Enclosed please find an original and one copy of the proposed Articles of Incorporation for the above-referenced corporation. Would you please file the original and provide us with one certified copy of the Articles?

We are enclosing our check payable to your order in the amount of \$122.50 to cover the filing fee for this incorporation.

Please call our office as soon as the incorporation is completed and provide us with the charter number assigned to this corporation. We look forward to hearing from you soon. Thank you for your consideration.

Sincerely,



Lydia Brackett  
Legal Assistant to  
Daniel R. Lozier

DRL/lb  
Enclosures

cc: Mr. Ray Russenberger

RECEIVED  
DIVISION OF STATE  
TALLAHASSEE, FLORIDA  
96 MAY 22 AM 9:12

GB 5/30/96

ARTICLES OF INCORPORATION

OF

LADY VAL AVIATION, INC.

96 MAY 22 AM 9:12

6/10/96 10:00 AM

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation is Lady Val Aviation, Inc., whose principal place of business is 40 S. Palafox Street, Pensacola, Florida 32501. The mailing address is 40 S. Palafox Street, Pensacola, Florida 32501.

ARTICLE II - DURATION

The duration of this corporation is perpetual.

ARTICLE III - PURPOSE

The general purposes for which this corporation is organized are:

(1) To transact any lawful business or businesses for which corporations may be incorporated under the Florida Business Corporation Act.

(2) To do such other things as are incidental to the foregoing or necessary, implied, helpful, or desirable in order to accomplish the foregoing.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of no par value common stock.

ARTICLE V - REGISTERED OFFICE AND AGENT

The street address of the initial registered office is 125 W. Romana Street, Suite 222, Pensacola, Florida 32501, and the name of its initial registered agent at such address is Daniel R. Lozier.

ARTICLE VI - BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall consist of one (1) member. The size of the board may be increased or decreased from time to time as prescribed in the bylaws or by applicable law, but never shall the board consist of less than one (1) member. The name(s) and address(es) of the first member(s) of the Board of Directors is(are) as follows:

NAME

ADDRESS

Ray Russenberger

40 S. Palafox St.  
Pensacola, FL 32501

ARTICLE VII - INCORPORATORS

The name and address of the Incorporator is:

NAME

ADDRESS

DANIEL R. LOZIER

125 W. Romana Street  
Suite 222  
Pensacola, FL 32501

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, I have subscribed my name this 26<sup>th</sup> day of April, 1996.

  
DANIEL R. LOZIER, Incorporator

STATE OF FLORIDA  
COUNTY OF ESCAMBIA

96 MAY 22 AM 9:12

The foregoing instrument was acknowledged before me this 26<sup>th</sup>  
day of April, 1996, by Daniel R. Lozier, who  
is personally known to me or who has produced a driver's license as  
identification and has not taken an oath.



OFFICIAL SEAL  
LYDIA BRACKETT  
My Commission Expires  
Aug. 17, 1996  
Comm. No. CC 222037

Lydia Brackett, NOTARY PUBLIC  
Commission No. CC 222037  
My Commission Expires: 8-17-96

ACCEPTANCE OF DESIGNATION AS RESIDENT AGENT

I, the undersigned, being the person named as the Registered  
Agent of Lady Val Aviation, Inc. a Florida corporation, hereby  
certify that I am familiar with the obligations provided for in  
Florida Statutes Chapter 607.0505 and hereby accept the appointment  
of Registered Agent and hereby accept said obligations.

DATED: 4-26-96

Daniel R. Lozier  
DANIEL R. LOZIER

STATE OF FLORIDA  
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 26<sup>th</sup>  
day of April, 1996, by Daniel R. Lozier, who  
is personally known to me or who has produced a driver's license as  
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