

PA6000055040

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314

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-06/13/96--01041--005
*****78.75 *****78.75

SUBJECT: A AAAA MY SKY Inc.
(Proceed corporation name-Must include suffix)

Enclosed is an original and one (1) copy of the articles of
incorporation and a check for:

\$78.75 Filing Fee & Certificate

FROM: Shannon E. Decker

A AAAA My Sky
P.O. Box 692122
Orlando Florida 32819

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 28 AM 10:05

W96-12737

W96-28-96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 14, 1996

SHANNON E. DECKER
P.O. BOX 692122
ORLANDO, FL 32819

SUBJECT: A AAAA MY SKY INC.
Ref. Number: W96000012737

We have received your document for A AAAA MY SKY INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

A post office box is not an acceptable address for the registered agent.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6052.

Vickie Whitfield
Corporate Specialist

Letter Number: 396A00029697

TRANSMITTAL LETTER

Vickie Whitfield
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314

SUBJECT: A AAAA MY SKY Inc.
(Proceed corporation name-Must include suffix)

Enclosed is the change you requested.

Ref. Number w96000012737

Your letter dated June 14, 1996

FROM: Shannon E. Decker

A AAAA My Sky
P.O. Box 692122
Orlando Florida 32819

**ARTICLES OF INCORPORATION
OF
A AAAA MY SKY Inc.**

The undersigned, subscriber to these Articles of Incorporation, Herman M. Nagel together and with Shannon E. Decker who is acting as an incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I. NAME

The name of the corporation is:

A AAAA MY SKY Inc.

ARTICLE II. ADDRESS

The Board of Directors shall have the power to move the principal office to any other location and to establish branch offices. The initial street address in Florida of the offices of the corporation is 5518 Lejeune Drive, Orlando Florida, 32808 and the mailing address is:

CORPORATION MAIL ADDRESS

A AAAA My Sky Inc.
Shannon E. Decker
P.O Box 692122
Orlando Florida, 32819.

ARTICLE III. CAPITAL STOCK

Number. The aggregate number of shares that the corporation shall have the authority to issue is 2000 shares of capital stock. The consideration to be paid for each share shall be fixed by the Board of Directors.

Stated capital. The sum of the par value of all shares of capital stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time.

Dividends. The holders of the outstanding capital stock shall be entitled to receive, when and as declared by

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the Board of directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation.

No classes of stock. The shares of the corporation are not to be divided into classes.

No shares in series. The corporation is not authorized to issue shares in series.

ARTICLE IV. INCORPORATORS

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

Mr. Shannon E. Decker President and Director
5518 Lejeune Drive
Orlando, Florida, 32808

ARTICLE V. ADDRESS

The initial street address in Florida of the initial registered offices of the corporation is 5518 Lejeune Drive, Orlando Florida, 32808 and the initial registered agent is:

CORPORATION MAIL ADDRESS

Shannon E. Decker
P.O Box 692122
Orlando Florida, 32819.

ARTICLE VI DIRECTORS

The initial board of directors shall consist of two members who need not be residents of the State of Florida or shareholders of the Corporation. The number of directors may be increased or diminished from time to time, by a majority vote of the shareholders, but shall never be less than one. The initial directors and officers shall hold office until the first annual meeting of the Corporation, which meeting shall be established in the by-laws of the Corporation.

The Corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the Corporation, and any person who serves at the request of the corporation, as a director or offices of

any other Corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any such claim or liability, provided that no person shall be indemnified against, or be reimbursed for, any expenses incurred in connection with any claims or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically herein provided for.

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of these directors of the corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contact or transaction of the corporation, provided that the fact that he or such firm so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any such meeting of the Board at which action upon any such contract or transaction shall be taken; and any director of the corporation who is also a director or officer of such other corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contact or transaction, and may vote thereat to authorize any such contractor transaction, with the like force and effect as if he were not such director or officer of such other corporation or not so interested.

ARTICLE VII. INITIAL DIRECTORS AND OFFICERS

The names and addresses of the persons who shall serve as Directors, President/CEO, Secretary/Treasurer, until the first annual meeting of shareholders, or until their successors shall have been elected and qualified, are as follows:

Mr. Shannon E. Decker
5518 Lojeune Drive
Orlando, Florida, 32804

President/C.E.O.
and Director

Mr. Norman M. Nagel
1703 Diamond Drive
Orlando, Florida 32807

Secretary/Treasurer
and Director

ARTICLE VIII. TERM OF EXISTENCE

The period of duration of the corporation is perpetual.

ARTICLE IX. NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation shall be as follows:

(a) To sell, manufacture, design and distribute aircraft, aircraft parts, equipment and services of all types.

(b) 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 any goods, wares, merchandise, real and personal property, and services of every class, kind and description.

(c) To conduct business in, have one or more offices in, and buy, hold mortgage, sell convey, lease or otherwise dispose of real and personal, property, including franchises, patents, copyrights, trademarks, and licenses in the State of Florida, and in all other states, districts, territories, countries or colonies.

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

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

(f) To acquire by purchase, subscription or otherwise, and to receive, hold own, guarantee, sell, assign, exchange, underwrite, transfer, mortgage, pledge or otherwise dispose of or deal in and with any of the shares of the capital stock, or any voting trust certificates in respect of the shares of capital stock, script, warrants, rights, bonds debentures, notes, trust receipts, and other securities, obligations, choses in action and evidence of indebtedness or interest issued or created by any corporation, joint stock companies, syndicates, associations, firms, trust, or persons, public or private or by the government of the

United States of America, or by any foreign government, or by any state, territory, province, municipality or other political subdivision or by any government agency, and as owner thereof to possess and exercise all the rights, powers and privileges of ownership, including the right to exclude consents and vote thereon, and to do any and all acts and things necessary or advisable for the preservation, protection, improvement and enhancement in value thereof.

(g) In general, to carry on any other business in connection with the foregoing, and to have and exercise the powers conferred by the laws of Florida upon corporations formed under its laws, and to do any or all things hereinbefore set forth to the same extent as natural persons might or could do.

ARTICLE X. AMENDMENT

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a stakeholders meeting, with not less than a two-thirds vote of the common stock.

ARTICLE XI. PREEMPTIVE RIGHTS

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the common stock of this corporation as may be issued for money or any property or services from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder of all shares of common stock currently authorized and issued.

ARTICLE XII. STOCKHOLDERS


The holders in this corporation may include in any agreement which they may make among themselves, the following matters as valid matters of agreement:

(a) Any limitations upon the transferability or the assignment of the stock of this corporation held by the respective stockholders.

(b) Limitations upon the pledging or devising or bequeathing of stock in this corporation.

(c) This corporation shall elect to become a small business under Subchapter "S" and be covered by a plan under Section 1244 of the Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned has made and subscribed of these Articles of Incorporation at Orlando, Florida, on the 10 st. day of June 1996.



Mr. Shannon E. Decker
5518 Lejeune Drive
Orlando, Florida, 32804

President/C.E.O.
and Director



Mr. Herman M. Nagel
1703 Diamond Drive
Orlando, Florida 32807

Secretary/Treasurer
and Director

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named to accept services of process as Registered Agent for this corporation, at the place designated in these Articles of Incorporation, I hereby accept the appointment and agree to act in this capacity.


Shannon E. Decker

STATE OF FLORIDA)
COUNTY OF ORANGE) ss.

Beforeme, the undersigned authority, personally appeared, Herman M Nagel and Shannon E. Decker, who is to me well known to be the persons described in and who subscribed the above Articles of Incorporation, and they did freely and voluntarily acknowledge before me according to law that they made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal at Orlando, (Orange County) Florida, in said County and State, this 10 st day of June, 1996.