P 97 0000 94276 TRANSMITTAL LETTER

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

SUBJECT: Airport Service Group Inc

(Proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and a checker of 3

FROM:

Susan Simnal

Name (printed or typed)

Address

October 33837

City, State, & Zip

407

438-413.9

NOV 4 1997

Note: Please provide the original and one copy of the articles.

Telephone Number

ARTICLES OF INCORPORATION OF AIRPORT SERVICE GROUP INC.

The undersigned, being over the age of eighteen years, in order to form a corporation pursuant to the provisions of the Corporate Code, hereby certifies as follows:

FIRST IDENTIFICATION

The name of the corporation, hereinafter referred to as the "Corporation," is Airport Service Group Inc.

SECOND PERIOD OF EXISTENCE

The period during which the corporation shall continue is perpetual.

THIRD PRINCIPAL OFFICE

The principal office of the Corporation is 3219 Timucua Circle, Orlando, FL 32837. The mailing address of the principal office is 3219 Timucua Circle, Orlando, FL 32837.

FOURTH REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the Corporation is the same as the principal office. The name and address of the initial registered agent therein and in charge thereof, upon whom process against the Corporation may be served, is Susan Simmons, address being the same as the principal office.

FIFTH PURPOSE

The purpose of the Corporation is to engage in any or all lawful business for which corporations may be organized under the provisions of the General Corporation Law of Florida.

SIXTH SHARES

The total authorized capital stock of the Corporation is 1000 shares having a Par Value of \$0.01. All or any part of said shares may be issued by the Corporation from time to time and for such consideration as may be determined upon or fixed by the Board of Directors, as provided by law.

SEVENTH INCORPORATOR'S ADDRESS

The name and post office address of the Incorporator of the Corporation is as follows:

Susan Simmons
Mailing address: 3219 Timucua Circle
Street address: 3219 Timuca Circle
Orlando, FL 32837

EIGHTH DIRECTORS

The powers of the incorporator are to terminate upon the filing of this Articles of Incorporation and the name(s) and mailing addresses of persons who are to serve as director(s) until the first meeting of stockholders or until their successors are elected and qualify are as follows:

Susan Simmons 3219 Timucua Circle Orlando, FL 32837

NINTH INDEMNITY

Directors of the corporation shall not be liable to either the corporation or its stockholders for monetary damages for a breach of fiduciary duties unless the breach is one which invokes: (1) a director's duty of loyalty to the corporation or its stockholders; (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (3) liability for unlawful payments of dividends or unlawful stock purchases or redemption by the corporation; or (4) a transaction from which the director derived an improper personal benefit.

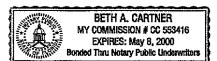
The effective date of this Certificate of Incorporation shall be (CFODE) 1997.

In Witness Whereof, the undersigned Incorporator has caused this Articles of Incorporation to be executed as of October 29, 1997.

Susan Simmons Incorporator

STATE OF FLORIDA COUNTY OF ORANGE

The forgoing Articles of Incorporation were acknowledged before me, this <u>29#</u> day of <u>Oxforer</u>, 1997.



NOTARY PUBLIC State of Florida

My Commission Expires: May 8, 2000

ACCEPTANCE BY REGISTERED AGENT

The undersigned, Susan Simmons, being appointed in the following Articles of Incorporation as the Registered Agent for Airport Servcie Group Inc., accepts the appointment as registered agent for said corporation this 29th day of Office, 1997.

Susan Simmons

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SEVINIANSEE, FLORIDA