

Teresa Byrd Morgan, P.A.

Attorneys at Law

302 East Duval Street

Lake City, Florida 32055

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 DEC -1 AM 8:14

Teresa Byrd Morgan

Bonnie Stevenson Green

November 7, 1997

Telephone: 904 / 755-1977

Facsimile: 904 / 755-8781

P97000101575

Corporate Records Bureau

Division of Corporations, Secretary of State

Post Office Box 6327

Tallahassee, Florida 32314

400002359664--2

-12/01/97--01159--001

***122.50 - ***122.50

Re: D. & R. Airframe Services Corporation

Dear Sir/Madam:

Please find enclosed herewith the original and executed copy of Articles of Incorporation of D. & R. Airframe Services Corporation, a corporation for profit. Please file the original Articles of Incorporation, certify the copy and return it to us.

Also enclosed is our check in the sum of \$122.50 as payment for the following costs:

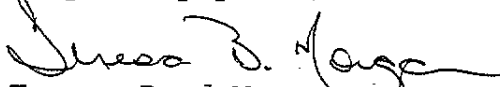
Filing Fee:	\$ 35.00
Fee for certified copy:	52.50
Fee for designation of registered agent	35.00

Total: \$122.50

Since the registered agent for this corporation is properly designated in the Articles of Incorporation, and he has signed as an incorporator, we presume no separate certificate is required with regard to the same.

Thank you.

Very truly yours,



Teresa Byrd Morgan
For the Firm

Enclosures

1. Articles and copy
2. Check

RP
12-03-97

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC -1 AM 8:14

ARTICLES OF INCORPORATION

OF

D. & R. AIRFRAME SERVICES CORPORATION

The undersigned incorporators hereby form and organize a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is D. & R. Airframe Services Corporation.

ARTICLE II - DURATION

The period of duration of the corporation is perpetual.

ARTICLE III - PRINCIPAL OFFICE

The principal office of the corporation is Route 7 Box 469A, Lake City, Florida 32055, and the mailing address of the corporation is P.O. Box 2396, Lake City, Florida 32056-2396.

ARTICLE IV - PURPOSE

The general purposes for which this corporation is organized and the nature of the business to be transacted by it are any and all lawful activities or businesses permitted by law and the corporation shall have the power and authority to do any and all things to the same extent as a natural person.

It is the intention of this article that the powers and nature of the business of this corporation shall not in any way be restricted or limited except by operation of law and the corporation shall have all powers as may be granted either now or hereafter to corporations by the laws of the State of Florida."

ARTICLE V - CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any time is 1,000, having a par value of \$1.00/share, fully paid and non-assessable.

Authorized capital stock may be paid for in cash, services, or property, at a just value, but not less than par value, to be fixed by the Board of Directors of this corporation.

Every shareholder, upon the sale of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - REGISTERED OFFICE AND AGENT

The street address of the registered office of the corporation is Route 7 Box 469A, Lake City, Florida 32055. The registered agent of the corporation at such office is Roy C. Ryals. The registered agent, by signing these articles of incorporation,

accepts appointment as such and certifies that he is familiar with and accepts the duties and responsibilities as registered agent for the corporation.

ARTICLE VII - DIRECTORS

This corporation shall have three directors initially. The number of directors may be increased or decreased from time to time as provided by the By-Laws, but shall never be less than one (1).

The names and addresses of the members of the first Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
ROY C. RYALS	Post Office Box 2396 Lake City, Florida 32056-2396
JANICE K. RYALS	Post Office Box 2396 Lake City, Florida 32056-2396
RUSSELL S. GREEN	Route 9 Box 2080 Lake City, Florida 32025

ARTICLE VIII - INCORPORATORS

The name and address of the incorporators who have executed these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
ROY C. RYALS	Post Office Box 2396 Lake City, Florida 32056-2396
JANICE K. RYALS	Post Office Box 2396 Lake City, Florida 32056-2396

ARTICLE IX - CUMULATIVE VOTING

At each election for directors, every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time, multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE X - LIMITATIONS ON CORPORATE STOCK

The following limitations shall apply to the issuance, ownership, and sale or transfer of the stock of this corporation:

No shareholder of this corporation may sell or transfer his stock in this corporation except to another individual who is eligible to be a shareholder of this corporation, and such sale or transfer may be made only after the same shall have been approved, at a shareholders' meeting specifically called for that purpose, by not less than a majority of the outstanding stock at such shareholders' meeting, exclusive of the stock proposed to be sold. The shares of stock held by the shareholder proposing to sell or transfer his shares may not be voted or counted for any purpose at said meeting.

ARTICLE XI - AMENDMENT

These Articles of Incorporation may be amended, from time to

time, in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders and approved at a shareholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.


IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation in duplicate this 25th day of November, 1997.

Roy C. Ryals (SEAL)

Janice K. Ryals (SEAL)

STATE OF FLORIDA
COUNTY OF Columbia

The foregoing instrument was acknowledged before me this 25th day of NOVEMBER, 1997, by ROY C. RYALS, who is personally known to me, or who has produced FLORIDA DRIVERS LICENSE as identification, and by JANICE K. RYALS, who is personally known to me, or who has produced FLORIDA DRIVERS LICENSE as identification.

 JANICE E. SHANNON
My Comm Exp. 12/01/98
Bonded By Service Ins
No. CC423958
(NOTARIAL SEAL) ~~100612~~

Janice E. Shannon
Notary Public, State of Florida
JANICE E. SHANNON
Print or type name
My Commission Expires: 12/1/98

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
97 DEC -1 AM 8:14