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H.J. SWART & COMPANY, P.A.

Certified Public Accountants

MEMBERS
American Institute of
Certified Public Accountants
Florida Institute of
Certified Public Accountants

P98000002765

January 5, 1998

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***122.50 ***122.50

Bureau of Corporate Records
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Enclosed are the Articles of Incorporation for Paraborne Aviation Corp. and a check for \$122.50 for filing fees.

Please return the certified copies to:

H.J. Swart & Company, P.A.
717 East Oak Street
Kissimmee, Florida 34744

Thank you.

Sincerely,

H.J. Swart & Company, P.A.


Kathy Swart

FILED
98 JAN -8 AM 8:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. CHESSEY JAN 12 1998

ARTICLES OF INCORPORATION

PARABORNE AVIATION CORP.

ARTICLE I. NAME

The name of this corporation shall be Paraborne Aviation Corp.

ARTICLE II. DURATION

This corporation shall have perpetual existence commencing on the date of filing of the Articles of Incorporation by the Department of State.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V. ADDRESS

The initial post office address of the principal place of business of this corporation is 3020 Victoria Drive, Kissimmee, FL 34746. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VI. DIRECTORS

This corporation shall have one director initially. The number of directors may be changed from time to time by the bylaws. The name and address of the initial director, who will serve until the first annual meeting of shareholders of the corporation or until her successor is duly elected and qualified is:

NAME	ADDRESS
Nancy Alan	3020 Victoria Drive Kissimmee, FL 34746

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII. SUBSCRIBERS

The subscriber to these Articles of Incorporation is:

NAME	ADDRESS
Andrew J. Baumruk, CPA	717 E. Oak Street Kissimmee, FL 34744

ARTICLE VIII. OFFICERS

The officers of this corporation shall be President, Vice President, Secretary, and Treasurer. They shall be elected by the Board of Directors.

ARTICLE IX. REGISTERED AGENT

The initial registered agent and registered agent's address for service of process for this corporation is:

NAME	ADDRESS
Andrew J. Baumruk, CPA	717 E. Oak Street Kissimmee, FL 34744

ARTICLE X. AMENDMENTS

These Articles of Incorporation may be amended in the manner set forth in the bylaws of this corporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 6 day of January, 1998.



Andrew J. Baumruk

STATE OF FLORIDA
COUNTY OF OSCEOLA

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above personally appeared Andrew J. Baumruk, known to me personally and executed the foregoing Articles of Incorporation

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid this ____ day of January, 1998.

Katherine A. Swart
Notary Public, State of Florida

DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

The undersigned subscriber of Paraborne Aviation Corp., Inc., designates the following individual as registered agent for this corporation:

Andrew J. Baumruk, CPA
717 E. Oak Street
Kissimmee, FL 34744



Andrew J. Baumruk

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98 JAN -8 AM 8:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

The undersigned does hereby accept the designation as registered agent of Paraborne Aviation Corp., Inc.

DATED this 6 day of January, 1998.



Andrew J. Baumruk