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LAW OFFICES OF
BAKER and SWEARINGEN

4431 LAFAYETTE STREET
MARIANNA, FLORIDA 32446

FRANK A. BAKER, P.A.
*BOARD CERTIFIED CIVIL TRIAL
*CERTIFIED CIRCUIT CIVIL MEDIATOR/ARBITRATOR

TELEPHONE
850-526-4465
850-526-3633

GLEND A. SWEARINGEN, P.A.
*CERTIFIED FAMILY LAW MEDIATOR
*CERTIFIED COUNTY COURT MEDIATOR

TELECOPIER
850-526-2714
E-Mail: gfs@phon1.com

January 16, 1998

000002418700-027

***122.50 ***122.50

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: AIG AIR, Inc.

000002418700--7

-02/02/98-01077-020

***122.50 ***122.50

Dear Sir:

Please find enclosed the original and one copy of the Articles of Incorporation for AIG AIR, INC., the registered agent's acceptance of his designation as registered agent and a check in the amount of \$122.50. The check covers the following costs:

Filing Fee	\$35.00
Certified Copy of Articles	\$52.50
Registered Agent's Fee	\$35.00

When the original Articles of Incorporation has been properly filed in your office, please return to me a certified copy of the Articles.

Thank you for your assistance in this regard. If you should have any questions or comments regarding the Articles of Incorporation, please contact me.

Sincerely yours,

Glenda F. Swearingen

Enclosures: As Stated

cc: Harrell Foran

FILED
98 FEB -2 AM 10:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Charlotte for Glenda Swearingen
GAVE
AUTHORIZATION BY PHONE TO
CORRECT *change Corp. name* to AIG AIR, INC.
DATE *2/3/98*
FOR *BB*

B. BROCK FEB 03 1998

**ARTICLES OF INCORPORATION
OF**

AG AIR, INC.

The undersigned incorporator of this corporation, executing these Articles of Incorporation, being a natural person, competent to contract, hereby forms this corporation under the laws of the State of Florida.

ARTICLE I
NAME

The name of this corporation is AG AIR, INC.

ARTICLE II
NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is crop dusting. However, the corporation shall conduct any other business and carry on any other activity as may be permissible under law; except that it is not to conduct a banking, safe deposit trust, surety, express, railroad, canal, telephone, telegraph, or cemetery company, a building and loan association, fraternal benefit society, state fair, nor exposition.

ARTICLE III
CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at one time is 100 shares of common stock having a nominal or par value of \$1.00 per share.

ARTICLE IV
INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than \$100.00.

ARTICLE V
TERM OF EXISTENCE

This corporation is to exist perpetually.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI
ADDRESS AND RESIDENT AGENT

The initial mailing and street address of the initial registered and principal office of this corporation in the State of Florida is P. O. Box 875, 3633 Industrial Park Drive, Marianna, Florida 32446. The name of the initial registered Resident Agent in the State of Florida is Harrell Foran, whose address is Post Office Box 875, 3633 Industrial Park Drive, Marianna, Florida 32447. By his signature to these Articles, the said agent consents to the appointment as such, and by his signature hereto acknowledges that he is familiar with and accepts the obligations of that position. The Board of Directors may, from time to time, move the initial registered office of the corporation to any other address in the State of Florida.

ARTICLE VII
DIRECTORS

This corporation shall have two (2) directors, initially. The number of directors may be increased or diminished from time to time, by bylaws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII
INITIAL DIRECTORS

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

Dennie Harrell Foran
3633 Industrial Park Drive
Marianna, Florida 32446

Harrell Foran
3633 Industrial Park Drive
Marianna, Florida 32446

ARTICLE IX
INITIAL OFFICERS

This corporation shall have three (3) offices, initially, consisting of a President, a Vice-President, and a Secretary-Treasurer, which must be filled by at least one (1) natural person. The names and mailing addresses of the initial officers are:

Dennie Harrell Foran
Post Office Box 875
Marianna, Florida 32447

President
Vice-President

Harrell Foran
Post Office Box 875
Marianna, Florida 32447

Secretary/Treasurer

ARTICLE X
INDEMNIFICATION

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

ARTICLE XI
BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, but the board of directors may not alter, amend or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended or repealed by the board or directors.

ARTICLE XII
AMENDMENT

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

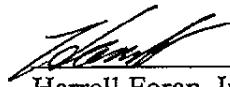
ARTICLE XIII
INCORPORATOR


The name and address of the incorporator of this corporation who shall sign and file these Articles is: Harrell Foran, Post Office Box 875, Marianna, Florida 32447.

ARTICLE XIV
PREEMPTIVE RIGHTS

In the event that the Board of Directors authorizes the issuance of further shares of stock in the corporation, or in the event that the officers or directors of the corporation take action to issue previously-authorized shares of stock, then each shareholder of record at the time of the issue or sale shall have the option to purchase such number of shares to be issued, in the proportion that his (or her) already-owned shares bears to the total number of already-issued shares.

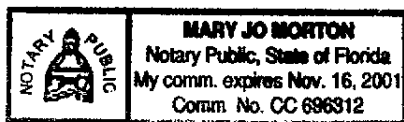
EXECUTED and acknowledged that date below written.



Harrell Foran, Incorporator


Harrell Foran, Resident Agent

STATE OF FLORIDA
COUNTY OF JACKSON:

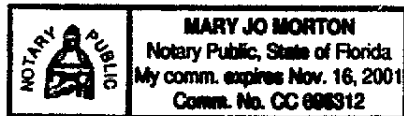
THE FOREGOING INSTRUMENT was acknowledged before me this January 16, 1998, by Harrell Foran as Resident Agent who is personally known to me or who has produced _____ as identification and who did take an oath.

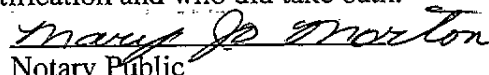



Notary Public
My Commission Expires:
My Commission No.:

STATE OF FLORIDA
COUNTY OF JACKSON

THE FOREGOING INSTRUMENT was acknowledged before me this January 16, 1998, by Harrell Foran as Incorporator who is personally known to me or who has produced _____ as identification and who did take oath.




Notary Public
My Commission Expires:
My Commission No:

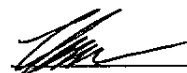
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

In pursuant of Chapter 48.091, Florida Statutes (1994), the following is submitted in compliance with said Act:

First----That AG AIR, INC., desiring to organize under the laws of the State of Florida with its principal officer as indicated in the Articles of Incorporation at Marianna, Florida, has named Harrell Foran, located at 3633 Industrial Park Drive, Marianna, Jackson County, Florida 32446, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.



HARRELL FORAN

FILED
98 FEB -2 AM 10:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA