

P98000029727

TRANSMITTAL LETTER

Tuesday, March 10, 1998

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

800002457308--3
-03/13/98--01118--013
****131.25 ****131.25

SUBJECT: OAKENHURST AIRCRAFT TRADING LTD., INC.
(Proposed corporate name - including suffix)

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

\$131.25, Filing Fee, Certified Copy and Certificate

FROM: Evelyn P. Ditmars
1505 SW 109th Avenue
Building 3, Number 202
Pembroke Pines, Florida 33025
(954) 442-8905

FILED
98 MAR 31 AM 9:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

789, 2557, 611, 524, 2551, 2550
4 m/98 — 5812



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 16, 1998

EVELYN P. DITMARS
1505 S.W. 109TH AVENUE
BUILDING 3, NUMBER 202
PEMBROKE PINES, FL 33025

SUBJECT: OAKENHURST AIRCRAFT TRADING LTD., INC.
Ref. Number: W98000005812

We have received your document for OAKENHURST AIRCRAFT TRADING LTD., INC. and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

NOTE: THE LETTERS LTD. CAN'T BE USED IN A CORPORATION NAME, IT MUST BE SPELLED OUT (LIMITED).

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of 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 (850) 487-6972.

Doris Brown
Document Specialist

Letter Number: 398A00014111

ARTICLES OF INCORPORATION
OF
OAKENHURST AIRCRAFT TRADING LIMITED, INC.

FILED
98 MAR 31 AM 9:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is Oakenhurst Aircraft Trading Limited, Inc. (the "Corporation")

ARTICLE II

The address of the Corporation's initial office in the State of Florida is 1505 Southwest 109th Avenue, Building 3, Number 202, Pembroke Pines, Florida 33025 and the name of the initial registered agent is Evelyn P. Ditmars.

ARTICLE III

The purpose of the corporation is to engage in any lawful business.

ARTICLE IV

The corporation shall have the authority to issue Thirty Thousand (30,000) shares of common stock with the par value of One U.S. Dollar (\$1.00 USD) per share.

ARTICLE V

The shareholders of the Corporation shall have no preemptive right to acquire additional shares of stock of the Corporation, or any other securities of the Corporation convertible into such shares.

ARTICLE VI

The name and place of residence of the incorporator is as follows:

Name of Incorporator

Residence

Evelyn P. Ditmars

1505 SW 109th Avenue
Building 3, Number 202
Pembroke Pines, Florida 33025

ARTICLE VII

The number of directors to constitute the Board of Directors shall initially be two (2). Evelyn P. Ditmars shall be President and Treasurer, and Peter D. Caudell shall be Vice President and Secretary until the first annual meeting of the shareholders or until a successor is elected.

ARTICLE VIII

The name and mailing address of each person who is to serve as a director until the first annual meeting of the shareholders or until a successor is elected and qualified is as follows:

<u>Name of Director</u>	<u>Mailing Address</u>
Evelyn P. Ditmars	1505 SW 109th Avenue Building 3, Number 202 Pembroke Pines, Florida 33025 United States of America
Peter D. Caudell	2 Stockwell Centre, Stephson Way Three Bridges, Crawley, Sussex RH10 1TN United Kingdom

ARTICLE IX

The holders of capital stock shall not be entitled to cumulate voting rights.

ARTICLE X

The Board of Directors is authorized to adopt, amend or repeal the Bylaws of the Corporation, but the shareholders may adopt additional Bylaws and may amend or repeal any Bylaw whether adopted by them or otherwise.

ARTICLE XI

The directors and officers of the Corporation shall be indemnified to the maximum extent permitted by law. Expenses incurred by a director or officer of the Corporation in defending a civil or criminal action, suit or proceeding shall be paid by the Corporation in advance of the final disposition of such action, suit or proceeding upon receipt of an undertaking by or on behalf of the director or officer to repay such amount if it is ultimately determined that the director or officer is not entitled to be indemnified by the Corporation as authorized by the General and Business Corporation Law of Florida. The foregoing right of indemnification and advancement of expenses shall in no way be exclusive of any other rights of indemnification and advancement of expenses to which any director or officer may be entitled by bylaw, agreement, vote or shareholders, or of disinterested directors or otherwise.

The Corporation may maintain insurance, at its expense, to protect itself and any director, officer, employee or agent of the Corporation or another corporation, partnership, joint venture, trust or other enterprise against any such expense, liability or loss, whether or not the Corporation would have the power to indemnify such person against such expense, liability or loss under the General Business Corporation Law of Florida

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent



Signature/Registered Agent
and Incorporator

3/26/98
Date

FILED
98 MAR 31 AM 9:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA