

Cecil L. Beck
c/o Professional Aircraft Maintenance
39440 South Avenue
Zephyrhills, FL 33540

July 23, 1998

P980000067245

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

100002601111--3
-07/29/98--01016--004
***122.50 ***122.50

Re: PROFESSIONAL AIRCRAFT MAINTENANCE, INC.

Sir,

EFFECTIVE DATE

08-01-98

I am enclosing an original and one copy of the executed Articles of Incorporation for the above proposed Corporation. Also enclosed is my check in the amount of \$122.50 to cover the following fees:

Filing Fee	\$ 35.00
Certified Copy Fee	52.50
Registered Agent Fee	35.00
Total Payment	<u>\$122.50</u>

Please process the original articles and return the Certified Copy to me at the above address as soon as possible.

Sincerely,

Cecil L. Beck

Cecil L. Beck,
Sole Incorporator

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 29 PM 1:32

RP
07-31-98

ARTICLES OF INCORPORATION

FOR

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

PROFESSIONAL AIRCRAFT MAINTENANCE, INC. 98 JUL 29 PM 1:32

THE UNDERSIGNED SUBSCRIBER to these Articles of Incorporation, being a natural person and competent to contract, hereby forms a corporation under the laws of the State of Florida, pursuant to section 607.0202, Florida Statutes.

ARTICLE I: NAME

The name of this corporation shall be: PROFESSIONAL AIRCRAFT MAINTENANCE, INC.

ARTICLE II: ADDRESS OF PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be:

c/o Zephyrhills Municipal Airport
39440 South Avenue
Zephyrhills, FL 33540

EFFECTIVE DATE

08-01-98

ARTICLE III: CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of common stock having a par value of \$1.00 per share. The consideration to be paid for each share shall be fixed by the Board of Directors.

ARTICLE IV: REGISTERED AGENT AND OFFICE

The initial Registered Agent and Registered Office for this corporation shall be:

Cecil L. Beck
39440 South Avenue
Zephyrhills, FL 33540

ARTICLE V: INCORPORATOR

The name and address of the sole Incorporator executing these Articles of Incorporation is:

Cecil L. Beck
39440 South Avenue
Zephyrhills, FL 33540

ARTICLE VI: COMMENCEMENT AND DURATION

This Corporation shall commence on August 1, 1998 and shall thereafter continue in perpetual existence.

ARTICLE VII: PURPOSE

This Corporation may engage in any and all business ventures and transactions, for any and all lawful purposes as permitted by the laws of the State of Florida including the Florida General Corporation Act, and by all applicable Federal laws.

ARTICLE VIII: BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be changed from time to time, but shall never be less than one (1) at any time. The names and business addresses of the initial Director is:

Cecil L. Beck
c/o Professional Aircraft Maintenance, Inc.
39440 South Avenue
Zephyrhills, FL 33540

ARTICLE IX: OFFICERS

This corporation shall have one (1) initial Officer, who will hold the offices of President/CEO for the first year of operations, and/or until successors are elected or appointed. The name and address of this initial Officer are:

Cecil L. Beck, President and CEO
c/o Professional Aircraft Maintenance, Inc.
39440 South Avenue
Zephyrhills, FL 33540

ARTICLE X: INDEMNIFICATION

This corporation shall indemnify any and all Officers or Directors or other appointed Agents of the Corporation, pursuant to Florida Statute 607.0850, to the full extent of the law.

ARTICLE XI: AMENDMENTS TO ARTICLES

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

THE UNDERSIGNED SOLE INCORPORATOR, hereby executes these Articles of Incorporation this
23rd day of July, 1998.

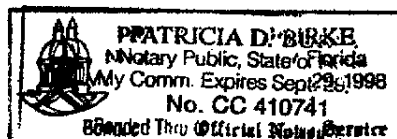
Cecil L. Beck
CECIL L. BECK

STATE OF FLORIDA)
COUNTY OF PASCO)

BEFORE ME, a Notary Public, duly authorized in the State and County above to take acknowledgements, personally appeared CECIL L. BECK, to me known to be the person who has executed the foregoing Articles of Incorporation, and who has acknowledged before me that he executed said Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal, in the State and County above, this 23rd day of July, 1998.

Patricia D. Burke
PATRICIA D. BURKE,
NOTARY PUBLIC
State of Florida
My Commission Expires: 09/29/98



CERTIFICATE OF DESIGNATION
REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the following statement is submitted in compliance:

PROFESSIONAL AIRCRAFT MAINTENANCE, INC., desiring to organize under the laws of the State of Florida, with it's Registered Office at 39440 South Ave., Zephyrhills, FL 33540 hereby names CECIL L. BECK as the Registered Agent of this Corporation, to accept process of service in the State of Florida..

7-23-98

DATE

Cecil L. Beck

Cecil L. Beck, Sole Incorporator
PROFESSIONAL AIRCRAFT
MAINTENANCE, INC.

ACKNOWLEDGEMENT OF ACCEPTANCE

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I HEREBY ACCEPT THE 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 DO ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

7-23-98

DATE

Cecil L. Beck

CECIL L. BECK,
REGISTERED AGENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 29 PM 1:32