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POOLE & POOLE, P.A.

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303 CENTRE STREET

FERNANDINA BEACH, FLORIDA 32034

WESLEY R. POOLE  
H. PRICE POOLE, JR.  
32035-1280

FRANCES G. BURGESS, C.L.A.

PLEASE REPLY TO:  
POST OFFICE BOX 1280  
FERNANDINA BEACH, FL

904/261-0742  
FAX # 904/261-0745

September 21, 1998

Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

RE: L & L AVIATION, INC.

000002647900--6

-09/24/98-01027-005

\*\*\*\*122.50 \*\*\*\*122.50

Dear Sirs:

Enclosed are:

1. Our check in the amount of \$122.50; and
2. Original Articles of Incorporation for the above referenced corporation.

Please file and let us have your receipt therefor.

Thank you for your continued assistance.

Yours sincerely,

  
H. Price Poole, Jr.

HPP/fgb  
Enclosures

FILED  
98 SEP 24 AM 8:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

me 9/25/98

ARTICLES OF INCORPORATION

OF

L & L AVIATION, INC.

FILED

98 SEP 24 AM 8:44

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator under the provisions of the laws of the State of Florida, adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of this corporation is: L & L AVIATION, INC.

ARTICLE II. NATURE OF BUSINESS

This corporation is being organized for the transaction of any and all lawful business permitted under the Florida General Corporation Act and the laws of the United States.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of capital stock that the corporation is authorized to issue is SEVENTY-FIVE HUNDRED (7,500) with a par value of ONE DOLLAR (\$1.00) each. All of the shares are of one class only.

ARTICLE IV. TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE V. ADDRESS

The initial post office address of the principal office of this corporation is: 1600 Airport Road, Fernandina Beach, FL 32034. 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 two directors initially. The number of directors may be increased or diminished from time to time by by-laws adopted by the stockholders, but shall never be less than one (1).

#### ARTICLE VII. INITIAL DIRECTORS

The names and post office addresses of the initial directors, who shall hold office for the first year of corporate existence or until their successors are elected or appointed and have qualified are:

##### DIRECTOR

##### ADDRESS

W. LEON LANGSTON	1417 Sadler Road, #329 Fernandina Beach, FL 32034
CONSTANCE W. LANGSTON	1417 Sadler Road, #329 Fernandina Beach, FL 32034

#### ARTICLE VIII. OFFICERS

The names and post office addresses of the officers who shall hold office for the first year of corporate existence or until their successors are elected or appointed are:

##### NAME

##### OFFICE

##### ADDRESS

W. LEON LANGSTON	President	1417 Sadler Road, #329 Fernandina Beach, FL 32034
CONSTANCE W. LANGSTON	Secretary	1417 Sadler Road, #329 Fernandina Beach, FL 32034

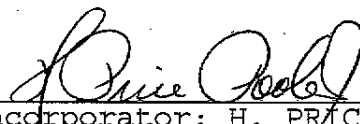
#### ARTICLE IX. REGISTERED AGENT

The name and address of the initial registered agent of this corporation is: H. PRICE POOLE, JR., 303 Centre Street, Suite 200, Fernandina Beach, FL 32034.

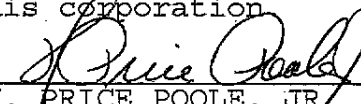
ARTICLE X. AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the issued and outstanding stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made. Each and every action required to be voted upon and thereby approved by the stockholders shall be approved by a majority vote of the stockholders.

EXECUTED this 23rd day of September, 1998.

  
Incorporator: H. PRICE POOLE, JR.  
303 Centre Street, Suite 200  
Fernandina Beach, FL 32034

By my signature below, I hereby accept appointment as the Designated Registered Agent of this corporation.

  
H. PRICE POOLE, JR.  
303 Centre Street, Suite 200  
Fernandina Beach, FL 32034

FILED  
98 SEP 24 AM 8:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA