

P98000100599

TRANSMITTAL LETTER

Department of State

Oct. 23, 1998

Division of Corporations

P. O. Box 6327

Tallahassee, FL 32314

8000002688568--3
-11/16/98-01119-008
*****70.00 *****70.00

SUBJECT NSA MACAIR, INC.
(Proposed Corporate Name)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for \$ 70.00.

FROM: James N. Tyler, M.B.A.
P.O. Box 3191
Okeechobee, FL 34972

TELE. 941-467-4200
FAX 941-467-4200

FILED
98 DEC -2 AM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

12/3/98
JNT
12/3/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 20, 1998

JAMES N. TYLER, M.B.A.
P.O. BOX 3191
OKEECHOBEE, FL 34972

SUBJECT: NSA MACAIR, INC.
Ref. Number: W98000026194

We have received your document for NSA MACAIR, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must have a Florida street address. A post office box is not acceptable.

PLEASE DELETE THE P.O. BOX WHEREVER IT MAY APPEAR AS THE REGISTERED OFFICE ADDRESS.

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) 487-6928.

Michelle Milligan
Document Specialist

Letter Number: 898A00055749

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

of
NSA MACAIR, INC.

THE UNDERSIGNED, FOR THE PURPOSE OF FORMING A
CORPORATION UNDER THE FLORIDA GENERAL CORPORATION ACT, DO
HEREBY ADOPT THE FOLLOWING ARTICLES OF INCORPORATION:

ARTICLE I

THE NAME OF THE CORPORATION IS:

NSA MACAIR, INC.

ARTICLE II

THE DURATION OF THE CORPORATON IS PERPETUAL.

ARTICLE III

THE GENERAL PURPOSES FOR WHICH THE CORPORATION IS
ORGANIZED ARE:

1.) TO SUCH EXTENT AS A CORPORATION ORGANIZED UNDER THE
BUSINESS CORPORATION LAW OF THIS STATE MAY NOW OR HEREAFTER
LAWFULLY DO, TO DO, EITHER AS PRINCIPAL OR AGENT AND EITHER
ALONE OR IN CONNECTION WITH OTHER CORPORATIONS, FIRMS, OR
INDIVIDUALS ALL AND EVERYTHING NECESSARY, SUITABLE,
CONVENIENT, OR PROPER FOR, OR IN CONNECTION WITH, OR INCIDENT
TO, THE ACCOMPLISHMENT OF ANY OF THE ATTAINMENT OF ANY MORE
OF THE OBJECTS HEREIN ENUMERATED, OR DESIGNED DIRECTLY OR
INDIRECTLY TO PROMOTE THE INTERESTS OF THIS CORPORATION OR TO
ENHANCE THE VALUE OF ITS PROPERTIES; AND IN GENERAL TO DO
ANY AND ALL THINGS AND EXERCISE ANY AND ALL POWERS, RIGHTS,
AND PRIVILIGES WHICH A CORPORATION MAY NOW OR HEREAFTER BE
ORGANIZED TO DO OR TO EXERCISE UNDER THE BUSINESS CORPORATION
LAW OF THIS STATE OR UNDER ANY ACT AMENDATORY THEREOF,
SUPPLEMENTAL THERETO, OR SUBSTITUED THEREFORE.

2.) TO DO SUCH THINGS THAT ARE INCIDENTAL TO THE
FOREGOING OR NECESSARY OR DESIRABLE IN ORDER TO ACCOMPLISH
THE FOREGOING.

ARTICLE IV

THE AGGREGATE NUMBER OF SHARES WHICH THE CORPORATION IS AUTHORIZED TO ISSUE IS FIVE HUNDRED (500). SUCH SHARES SHALL BE OF A SINGLE CLASS, AND SHALL HAVE \$1.00 PAR VALUE.

EVERY SHAREHOLDER, UPON SALE FOR CASH OF ANY NEW STOCK OF THIS CORPORATION, SHALL HAVE THE RIGHT TO PURCHASE HIS PRO RATA SHARE (AS NEARLY AS MAY BE DONE WITHOUT ISSUANCE OF FRACTIONAL SHARES) AT THE PRICE AT WHICH IT IS OFFERED TO OTHERS.

THE CORPORATION IS AUTHORIZED TO ISSUE ONLY ONE CLASS OF STOCK, AND ALL ISSUED STOCK SHALL BE HELD OF RECORD BY NOT MORE THAN THIRTY-FIVE (35) PERSONS. STOCK SHALL BE ISSUED AND TRANSFERABLE ONLY TO NATURAL PERSONS WHO ARE NOT NONRESIDENT ALIENS.

ARTICLE V

THE ADDRESS OF THE INITIAL REGISTERED OFFICE IS: 301 NO. PAROTT AVE. ~~P.O. BOX 3191~~ OKEECHOBEE, FL. 34973
THE NAME OF ITS INITIAL RESIDENT AGENT IS: JAMES N. TYLER. THE CORPORATION OPERATING ADDRESS IS: 19455 NW 80th Drive, OKEECHOBEE, FL. 34972.

ARTICLE VI

THE DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION IS: JAMES N. TYLER, 301 NO. PARROTT AVE. PO BOX 3191, OKEECHOBEE, 34973.

ARTICLE VII

DIRECTORS -- REMOVAL BY STOCKHOLDERS. THE STOCKHOLDERS SHALL HAVE THE RIGHT AT ANY REGULAR MEETING, OR AT ANY SPECIAL MEETING CALLED FOR SUCH PURPOSE, TO REMOVE ANY DIRECTOR OF THE CORPORATION WITH OR WITHOUT CAUSE.

ARTICLE VIII

DIRECTORS - INDEMNIFICATION. THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR, OR ANY FORMER OFFICER OR DIRECTOR TO THE FULL EXTENT PERMITTED BY LAW.

ARTICLE IX

STOCKHOLDERS - MEETING. THE PRESENCE, AT ANY STOCKHOLDER'S MEETING, IN PERSON OR BY PROXY, OF PERSONS ENTITLED TO VOTE ALL OF THE SHARES OF THE CORPORATION THEN ISSUED AND OUTSTANDING SHALL CONSTITUTE A QUORUM FOR THE TRANSACTION OF BUSINESS.

THE AFFIRMATIVE VOTE OF THE OUTSTANDING SHARES OF THE CORPORATION SHALL BE CONSIDERED THE ACT OF THE STOCKHOLDERS.

ARTICLE X

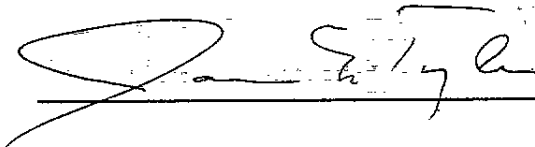
DIRECTORS - MEETINGS. ALL OF THE AUTHORIZED NUMBER OF DIRECTORS SHALL CONSTITUTE A QUORUM OF THE BOARD OF DIRECTORS FOR THE TRANSACTION OF BUSINESS.

THE CONSENT OF ALL OF THE DIRECTORS SHALL BE REQUIRED TO CONSTITUTE ANY ACT OR DECISION OF THE BOARD OF DIRECTORS.

ARTICLE XI

THE NAME AND ADDRESS OF THE INCOPORATOR IS:
JAMES N. TYLER, 301 NO. PARROTT AVENUE, PO BOX 3191
OKEECHOBEE, FL. 34973.

EXECUTED BY THE UNDERSIGNED AT OKEECHOBEE, FLORIDA
ON THIS 10th OF Nov 1998

A handwritten signature in dark ink, appearing to read "James N. Tyler", is written over a horizontal line.

STATE OF FLORIDA
COUNTY OF OKEECHOBEE;

BEFORE ME THE UNDERSIGNED AUTHORITY AUTHORIZED TO
ADMINISTER OATHS AND TAKE ACKNOWLEDGEMENTS PERSONALLY
APPEARED James N. Tyler ON THE 10th DAY OF
November 1998, AND WHO AFTER BEING DULY CAUTIONED
AND SWORN DEPOSED AND STATED THAT THEY EXECUTED THE SAME
FOR THE PURPOSE EXPRESSED THEREIN.

SWORN TO AND SUBSCRIBED BEFORE ME THIS 10th
DAY OF November, 1998.



DAVID H. WILLIAMS
Notary Public, State of Florida
My Comm. Exp. Apr. 29, 1999
Comm. No. 455790

David H. Williams
NOTARY PUBLIC

CONSENT OF RESIDENT AGENT TO ACCEPT SERVICE

JAMES N. TYLER, HEREBY AGREES TO BE THE RESIDENT
AGENT FOR:
NSA MACAIR, INC.
AND FURTHER HEREBY AGREES TO ACCEPT ANY AND ALL
CORRESPONDENCE DIRECTED TO SAID CORPORATION ADDRESSED TO
THE REGISTERED OFFICE AT:
301 N. PAROTT AVE.
OKEECHOBEE, FL 34973

James N. Tyler

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