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April 5, 1999

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

Re: TurnAround Aviation, Inc.

Dear Sir/Madam:

Enclosed are an original and a copy of the Articles of Incorporation of the above referenced corporation. Please file the original, certify and indicate the filing date on the copy, and return the certified copy to me.

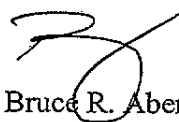
Also enclosed is a check covering the fees and charges for the items listed below, as indicated:

A.	Articles Of Incorporation filing fee:	\$35.00	100002832171--8
			-04/07/99--01073--004
B.	Certified copy of Articles Of Incorporation:	8.75	*****78.75 *****78.75
C.	Registered Agent Designation Filing Fee:	35.00	

\$78.75

If the corporation name requested is not available, please call us immediately. Thank you for your cooperation.

Sincerely,



Bruce R. Abernethy, Jr.

BRA/jlb
Enclosures

FILED
99 APR - 7 PM 2:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

nu 4/12/99

**ARTICLES OF INCORPORATION
OF
TURNAROUND AVIATION, INC.**

FILED
99 APR -7 PM 2: 31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is TurnAround Aviation, Inc..

ARTICLE II - DURATION

This corporation shall exist perpetually commencing as of the date these Articles are filed with the Secretary of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be organized under the Florida General Corporation Law.

ARTICLE IV - CAPITAL STOCK

The corporation shall have the authority to issue One Thousand (1,000) shares of common stock with a par value of one cent (\$.01) per share.

ARTICLE V - INITIAL REGISTERED AND PRINCIPAL OFFICE AND AGENT

The street address of the initial registered agent and principal office of this corporation is 337 NW Concord Dr., Port St. Lucie, Florida 34983, and the name of the initial registered agent of this corporation at that address is Keiron Stephen Turner. The mailing address of the Corporation is 337 NW Concord Dr., Port St. Lucie, Florida 34983.

ARTICLE VI - BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

Keiron Stephen Turner	337 NW Concord Dr.
	Port St. Lucie, FL 34983

ARTICLE VII - INCORPORATOR

The name and mailing address of the person signing these Articles of Incorporation is:

Keiron Stephen Turner	337 NW Concord Dr.
	Port St. Lucie, FL 34983

ARTICLE VIII - OFFICERS

The following named persons shall be officers of this corporation from its inception and until their successors are duly elected and qualified:

Keiron Stephen Turner	President/Secretary
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ARTICLE IX - AMENDMENT

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

ARTICLE X - INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 31 day of March, 1999.




Keiron Stephen Turner

STATE OF FLORIDA
COUNTY OF ST. LUCIE

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Keiron Stephen Turner, known to me or who has produced a valid Drivers License as identification and who did not take an oath, and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 31st day of March, 1999.



NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE.

Bruce R. Abernethy Jr.

Printed, Typed, or Stamped Name of
Notary)

NOTARY STAMP:

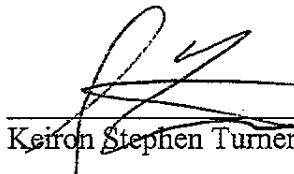
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICES OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In accordance with the provisions of Chapter 48.091, Florida Statutes, TurnAround Aviation, Inc., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation in the City of Fort Pierce, County of St. Lucie, State of Florida, has named KEIRON STEPHEN TURNER, whose address is 337 NW Concord Dr., ^{Fort St. Lucie} Fort Pierce, FL 34983 as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named as the registered agent for the above stated corporation at the place designated in this Certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of the laws of the State of Florida relative to keeping said office open.

DATED: 03/31/94


Keiron Stephen Turner

FILED
99 APR -7 PM 2:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA