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MERGER OR SHARE EXCHANGE

JET TURBINE SERVICE, INC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF MERGER
OF
JTS-JACKSONVILLE, INC.
WITH AND INTO
JET TURBINE SERVICE, INC.**

Pursuant to the provisions of Sections 607.1101 and 607.1105, Florida Statutes, JTS-JACKSONVILLE, INC., a Florida corporation, and JET TURBINE SERVICE, INC., a Florida corporation, do hereby adopt the following Articles of Merger:

FIRST: The names of the corporations which are parties to the merger (the "Merger") contemplated by these Articles of Merger are JTS-JACKSONVILLE, INC. and JET TURBINE SERVICE, INC. JET TURBINE SERVICE, INC. is the surviving corporation.

SECOND: The plan of merger is set forth in that certain Plan and Agreement of Merger between JTS-JACKSONVILLE, INC. and JET TURBINE SERVICE, INC. (the "Agreement of Merger"). An executed copy of the Agreement of Merger is attached hereto as Exhibit "A" and made a part hereof by reference as if fully set forth herein.

THIRD: The Agreement of Merger was adopted by the Board of Directors of JTS-JACKSONVILLE, INC. by written consent executed as of April 1, 2008 and was approved by the sole Shareholder of JTS-JACKSONVILLE, INC. by written consent executed as of April 1, 2008. The Agreement of Merger was adopted by the Board of Directors of JET TURBINE SERVICE, INC., by written consent executed as of April 1, 2008 and was approved by the sole Shareholder of JET TURBINE SERVICE, INC. by written consent dated as of April 1, 2008.

FOURTH: The Merger shall become effective upon the filing of these Articles of Merger with the Secretary of State of Florida.

(Signatures appear on following page)

**ARTICLES OF MERGER
OF
JTS-JACKSONVILLE, INC.
WITH AND INTO
JET TURBINE SERVICE, INC.**

Pursuant to the provisions of Sections 607.1101 and 607.1105, Florida Statutes, JTS-JACKSONVILLE, INC., a Florida corporation, and JET TURBINE SERVICE, INC., a Florida corporation, do hereby adopt the following Articles of Merger:

FIRST: The names of the corporations which are parties to the merger (the "Merger") contemplated by these Articles of Merger are JTS-JACKSONVILLE, INC. and JET TURBINE SERVICE, INC. JET TURBINE SERVICE, INC. is the surviving corporation.

SECOND: The plan of merger is set forth in that certain Plan and Agreement of Merger between JTS-JACKSONVILLE, INC. and JET TURBINE SERVICE, INC. (the "Agreement of Merger"). An executed copy of the Agreement of Merger is attached hereto as Exhibit "A" and made a part hereof by reference as if fully set forth herein.

THIRD: The Agreement of Merger was adopted by the Board of Directors of JTS-JACKSONVILLE, INC. by written consent executed as of April 1, 2008 and was approved by the sole Shareholder of JTS-JACKSONVILLE, INC. by written consent executed as of April 1, 2008. The Agreement of Merger was adopted by the Board of Directors of JET TURBINE SERVICE, INC., by written consent executed as of April 1, 2008 and was approved by the sole Shareholder of JET TURBINE SERVICE, INC. by written consent dated as of April 1, 2008.

FOURTH: The Merger shall become effective upon the filing of these Articles of Merger with the Secretary of State of Florida.

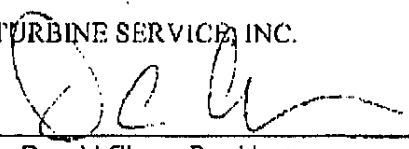
(Signatures appear on following page)

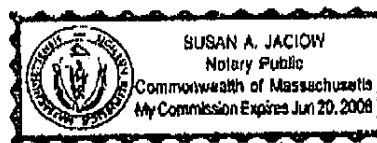
IN WITNESS WHEREOF, the parties have caused these Articles of Merger to be executed as of this 1st day of April, 2008.

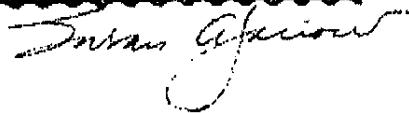
JTS-JACKSONVILLE, INC.

By: _____
Kevin Smith, Vice President and
Chief Operating Officer

JET TURBINE SERVICE, INC.

By:  _____
Donald Clews, President

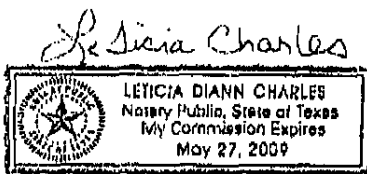




IN WITNESS WHEREOF, the parties have caused these Articles of Merger to be executed as of this 1st day of April, 2008.

JTS-JACKSONVILLE, INC.

By: *Kevin D. Smith*
Kevin Smith, Vice President and
Chief Operating Officer



JET TURBINE SERVICE, INC.

By: _____
Donald Clews, President

SIEMENS POWER GENERATION, INC.

**SOLE STOCKHOLDER ACTION WITHOUT A MEETING
BY WRITTEN CONSENT**

Effective Date: April 1, 2008

The undersigned, Siemens Power Generation, Inc. ("SPG"), being the sole owner and holder of record of all the capital stock of Jet Turbine Service, Inc. (the "Company") issued and outstanding and entitled to vote, hereby, as such stockholder, consents to and orders the following action without a meeting:

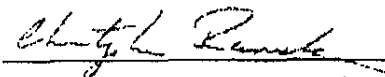
WHEREAS, the board of directors of the Company has determined that it is advisable and generally to the advantage and welfare of the Company and its shareholders, and the board of directors of JTS-Jacksonville, Inc. has determined that it is advisable and generally to the advantage and welfare of JTS-Jacksonville, Inc. and its shareholders, that JTS-Jacksonville, Inc. be merged into the Company;

WHEREAS, the respective boards of directors of the Company and JTS-Jacksonville, Inc. by resolutions duly adopted, have approved and adopted the Plan and Agreement of Merger by and between the Company and JTS-Jacksonville, Inc. dated April 1, 2008 (the "Plan of Merger") and have directed that the Plan of Merger be submitted to the shareholders of the Company and JTS-Jacksonville, Inc., respectively, for approval.

It is therefore,

RESOLVED that SPG, as sole shareholder of the Company, hereby approves and consents to the Plan of Merger.

SIEMENS POWER GENERATION, INC.

By: 

Christopher Ranck, Vice President,
General Counsel & Secretary

JTS-JACKSONVILLE, INC.

**UNANIMOUS WRITTEN CONSENT
IN LIEU OF A MEETING BY THE BOARD OF DIRECTORS**

WHEREAS, the undersigned being all the Directors of JTS-Jacksonville, Inc., a Florida corporation organized and existing under the laws of the State of Florida (the "Company") HEREBY APPROVE AND CONSENT to the adoption of the following resolutions with the same force and effect as if said resolutions had been duly adopted at a meeting of the Board of directors, effective as of the 1st day of February, 2008.:

WHEREAS, the board of directors of the Company has previously determined that it is advisable and generally to the advantage and welfare of the Company and its shareholders that the Company be merged into Jet Turbine Service, Inc.;

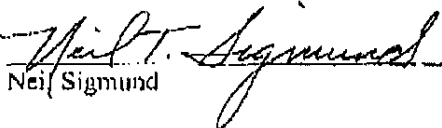
WHEREAS, a Plan and Agreement of Merger by and between the Company and Jet Turbine Service, Inc. has now been negotiated in the form attached hereto as Exhibit A (the "Plan of Merger").

It is therefore,

RESOLVED that the Plan of Merger is hereby approved and adopted;

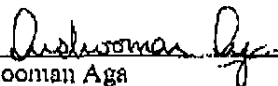
FURTHER RESOLVED that the Plan of Merger be submitted to Jet Turbine Service, Inc., the sole shareholder of the Company, for approval thereof by Jet Turbine Service, Inc. as such shareholder; and

FURTHER RESOLVED that the proper officers of the Company be, and hereby are, authorized and directed to take any action and all actions necessary to effect the above resolutions.


Neil Sigmund

Donald Clews

Kevin Smith



Anshooman Aga

JTS-JACKSONVILLE, INC.

**UNANIMOUS WRITTEN CONSENT
IN LIEU OF A MEETING BY THE BOARD OF DIRECTORS**

WHEREAS, the undersigned being all the Directors of JTS-Jacksonville, Inc., a Florida corporation organized and existing under the laws of the State of Florida (the "Company") HEREBY APPROVE AND CONSENT to the adoption of the following resolutions with the same force and effect as if said resolutions had been duly adopted at a meeting of the Board of directors, effective as of the 1st day of February, 2008.:

WHEREAS, the board of directors of the Company has previously determined that it is advisable and generally to the advantage and welfare of the Company and its shareholders that the Company be merged into Jet Turbine Service, Inc.;

WHEREAS, a Plan and Agreement of Merger by and between the Company and Jet Turbine Service, Inc. has now been negotiated in the form attached hereto as Exhibit A (the "Plan of Merger").

It is therefore,

RESOLVED that the Plan of Merger is hereby approved and adopted;

FURTHER RESOLVED that the Plan of Merger be submitted to Jet Turbine Service, Inc., the sole shareholder of the Company, for approval thereof by Jet Turbine Service, Inc. as such shareholder; and

FURTHER RESOLVED that the proper officers of the Company be, and hereby are, authorized and directed to take any action and all actions necessary to effect the above resolutions.

Neil Sigmund

Donald Clews

Kevin Smith

Anshooman Aga

JTS-JACKSONVILLE, INC.

**UNANIMOUS WRITTEN CONSENT
IN LIEU OF A MEETING BY THE BOARD OF DIRECTORS**

WHEREAS, the undersigned being all the Directors of JTS-Jacksonville, Inc., a Florida corporation organized and existing under the laws of the State of Florida (the "Company") HEREBY APPROVE AND CONSENT to the adoption of the following resolutions with the same force and effect as if said resolutions had been duly adopted at a meeting of the Board of directors, effective as of the 1st day of February, 2008.:

WHEREAS, the board of directors of the Company has previously determined that it is advisable and generally to the advantage and welfare of the Company and its shareholders that the Company be merged into Jet Turbine Service, Inc.;

WHEREAS, a Plan and Agreement of Merger by and between the Company and Jet Turbine Service, Inc. has now been negotiated in the form attached hereto as Exhibit A (the "Plan of Merger").

It is therefore,

RESOLVED that the Plan of Merger is hereby approved and adopted;

FURTHER RESOLVED that the Plan of Merger be submitted to Jet Turbine Service, Inc., the sole shareholder of the Company, for approval thereof by Jet Turbine Service, Inc. as such shareholder; and

FURTHER RESOLVED that the proper officers of the Company be, and hereby are, authorized and directed to take any action and all actions necessary to effect the above resolutions.

Neil Sigmund



Kevin Smith

Donald Clews

Anshooman Agn

JET TURBINE SERVICE, INC.

**SOLE STOCKHOLDER ACTION WITHOUT A MEETING
BY WRITTEN CONSENT**

Effective Date: April 1, 2008

The undersigned, Jet Turbine Service, Inc. ("JTS"), being the sole owner and holder of record of all the capital stock of JTS-Jacksonville, Inc. (the "Company") issued and outstanding and entitled to vote, hereby, as such stockholder, consents to and orders the following action without a meeting:

WHEREAS, the board of directors of JTS has determined that it is advisable and generally to the advantage and welfare of JTS and its shareholders, and the board of directors of the Company has determined that it is advisable and generally to the advantage and welfare of the Company and its shareholders, that the Company be merged into JTS;

WHEREAS, the respective boards of directors of JTS and the Company, by resolutions duly adopted, have approved and adopted the Plan and Agreement of Merger by and between JTS and the Company dated April 1, 2008 (the "Plan of Merger") and have directed that the Plan of Merger be submitted to the shareholders of JTS and the Company, respectively, for approval.

It is therefore,

RESOLVED that JTS, as sole shareholder of the Company, hereby approves and consents to the Plan of Merger.

JET TURBINE SERVICE, INC.

By:


Donald Clews, President

JET TURBINE SERVICE, INC.

**UNANIMOUS WRITTEN CONSENT
IN LIEU OF A MEETING BY THE BOARD OF DIRECTORS**

WHEREAS, the undersigned being all the Directors of Jet Turbine Service, Inc., a Florida corporation organized and existing under the laws of the State of Florida (the "Company") HEREBY APPROVE AND CONSENT to the adoption of the following resolutions with the same force and effect as if said resolutions had been duly adopted at a meeting of the Board of directors, effective as of the 1st day of February, 2008.:

WHEREAS, the board of directors of the Company has previously determined that it is advisable and generally to the advantage and welfare of the Company and its shareholders that JTS-Jacksonville, Inc. be merged into the Company;

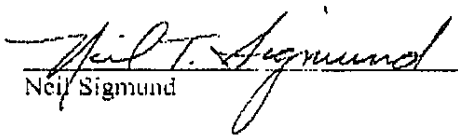
WHEREAS, a Plan and Agreement of Merger by and between the JTS-Jacksonville, Inc. and the Company has now been negotiated in the form attached hereto as Exhibit A (the "Plan of Merger").

It is therefore,

RESOLVED that the Plan of Merger is hereby approved and adopted;

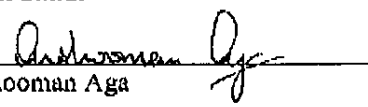
FURTHER RESOLVED that the Plan of Merger be submitted to Siemens Power Generation, Inc., the sole shareholder of the Company, for approval thereof by Siemens Power Generation, Inc. as such shareholder; and

FURTHER RESOLVED that the proper officers of the Company be, and hereby are, authorized and directed to take any action and all actions necessary to effect the above resolutions.


Neil Sigmund

Donald Clews

Kevin Smith


Anshooman Aga

JET TURBINE SERVICE, INC.

**UNANIMOUS WRITTEN CONSENT
IN LIEU OF A MEETING BY THE BOARD OF DIRECTORS**

WHEREAS, the undersigned being all the Directors of Jet Turbine Service, Inc., a Florida corporation organized and existing under the laws of the State of Florida (the "Company") HEREBY APPROVE AND CONSENT to the adoption of the following resolutions with the same force and effect as if said resolutions had been duly adopted at a meeting of the Board of directors, effective as of the 1st day of February, 2008.:

WHEREAS, the board of directors of the Company has previously determined that it is advisable and generally to the advantage and welfare of the Company and its shareholders that JTS-Jacksonville, Inc. be merged into the Company;

WHEREAS, a Plan and Agreement of Merger by and between the JTS-Jacksonville, Inc. and the Company has now been negotiated in the form attached hereto as Exhibit A (the "Plan of Merger").


It is therefore,

RESOLVED that the Plan of Merger is hereby approved and adopted;

FURTHER RESOLVED that the Plan of Merger be submitted to Siemens Power Generation, Inc., the sole shareholder of the Company, for approval thereof by Siemens Power Generation, Inc. as such shareholder; and

FURTHER RESOLVED that the proper officers of the Company be, and hereby are, authorized and directed to take any action and all actions necessary to effect the above resolutions.

Neil Sigmund



Kevin Smith

Donald Clews

Anshooman Aga

JET TURBINE SERVICE, INC.

**UNANIMOUS WRITTEN CONSENT
IN LIEU OF A MEETING BY THE BOARD OF DIRECTORS**

WHEREAS, the undersigned being all the Directors of Jet Turbine Service, Inc., a Florida corporation organized and existing under the laws of the State of Florida (the "Company") HEREBY APPROVE AND CONSENT to the adoption of the following resolutions with the same force and effect as if said resolutions had been duly adopted at a meeting of the Board of directors, effective as of the 1st day of February, 2008.:

WHEREAS, the board of directors of the Company has previously determined that it is advisable and generally to the advantage and welfare of the Company and its shareholders that JTS-Jacksonville, Inc. be merged into the Company;

WHEREAS, a Plan and Agreement of Merger by and between the JTS-Jacksonville, Inc. and the Company has now been negotiated in the form attached hereto as Exhibit A (the "Plan of Merger").

It is therefore,

RESOLVED that the Plan of Merger is hereby approved and adopted;

FURTHER RESOLVED that the Plan of Merger be submitted to Siemens Power Generation, Inc., the sole shareholder of the Company, for approval thereof by Siemens Power Generation, Inc. as such shareholder; and

FURTHER RESOLVED that the proper officers of the Company be, and hereby are, authorized and directed to take any action and all actions necessary to effect the above resolutions.

Neil Stigmund

Donald C. Lewis

Kevin Smith

Anshooman Aga

**PLAN AND AGREEMENT OF MERGER
BY AND BETWEEN
JTS-JACKSONVILLE, INC. and
JET TURBINE SERVICE, INC.**

THIS PLAN AND AGREEMENT OF MERGER (hereinafter called "Agreement"), dated April 1, 2008, is entered into by and between JTS-JACKSONVILLE, INC., a Florida corporation ("JTS-JACKSONVILLE"), and JET TURBINE SERVICE, INC., a Florida corporation ("JET TURBINE").

W I T N E S S E T H:

WHEREAS, the shareholders of JTS-JACKSONVILLE are JET TURBINE, and the shareholders of JET TURBINE are SIEMENS POWER GENERATION, INC;

WHEREAS, the board of directors of JTS-JACKSONVILLE has determined that it is advisable and generally to the advantage and welfare of JTS-JACKSONVILLE and its shareholders, and the board of directors of JET TURBINE has determined that it is advisable and generally to the advantage and welfare of JET TURBINE and its shareholders, that JTS-JACKSONVILLE be merged into JET TURBINE on the terms herein set forth; and

WHEREAS, the respective boards of directors of JTS-JACKSONVILLE and JET TURBINE, by resolutions duly adopted, have approved and adopted this Agreement and directed that it be submitted to the shareholders of JTS-JACKSONVILLE and the shareholders of JET TURBINE, respectively, for approval; and

WHEREAS, the shareholders of JTS-JACKSONVILLE and all of the shareholders of JET TURBINE have approved this Agreement.

NOW, THEREFORE, JTS-JACKSONVILLE and JET TURBINE, in consideration of the premises and of the mutual provisions, agreements and covenants contained herein and in accordance with the applicable statutes of the State of Florida, hereby agree as follows:

1. Corporate Existence of Surviving Corporation. At the effective time of the merger, JTS-JACKSONVILLE shall be merged with and into JET TURBINE which shall be the surviving corporation (such merger being hereinafter sometimes referred to as the "Merger"). The corporate identity, existence, purposes, powers, franchises, rights and immunities of JET TURBINE (hereinafter sometimes referred to as the "Surviving Corporation") shall continue unaffected and unimpaired by the Merger; the corporate identity, existence, purposes, powers, franchises, rights and immunities of JTS-JACKSONVILLE shall be merged into the Surviving Corporation; and the Surviving Corporation shall be fully vested therewith. The separate existence of JTS-JACKSONVILLE, except insofar as otherwise specifically provided by law, shall cease at the effective time of the Merger whereupon JTS-JACKSONVILLE and the Surviving Corporation shall be and become one single corporation.

2. Articles of Incorporation of Surviving Corporation. The articles of incorporation of JET TURBINE, as in effect immediately prior to the effective time of the Merger, shall continue in full force and effect as the articles of incorporation of the Surviving Corporation.

3. Bylaws of Surviving Corporation. The bylaws of JET TURBINE as in effect immediately prior to the effective time of the Merger, shall continue in full force and effect as the bylaws of the Surviving Corporation until amended in accordance with law.

4. Directors and Officers of Surviving Corporation. The directors and officers of JET TURBINE immediately prior to the effective time of the Merger shall be the directors and officers of the Surviving Corporation, each such director or officer to hold office until the term for which he or she has previously been elected and shall expire and until his or her successor has been elected and qualified.

5. Shares of JTS-JACKSONVILLE. At the effective time of the Merger, all of the capital stock of JTS-JACKSONVILLE shall be cancelled and no consideration shall be issued in respect thereof.

6. Effective Time of Merger. The "effective time" of the Merger shall be upon the filing of the Articles of Merger adopted in connection herewith by JTS-JACKSONVILLE and JET TURBINE with the Secretary of State of Florida.

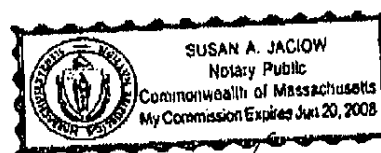
IN WITNESS WHEREOF, the parties hereto have caused this Plan and Agreement of Merger to be signed by their respective officers thereunto duly authorized and their respective corporate seals to be hereunto affixed and attested in accordance with the requirements of Section 607.1101, of the Florida Statutes, all as of the day and year first above written.

JTS-JACKSONVILLE, INC.,
a Florida corporation

By: _____
Kevin Smith, Vice President and
Chief Operating Officer

JET TURBINE SERVICE, INC.,
a Florida corporation

By: Donald Clews
Donald Clews, President



Susan A. Jaciow

3. Bylaws of Surviving Corporation. The bylaws of JET TURBINE as in effect immediately prior to the effective time of the Merger, shall continue in full force and effect as the bylaws of the Surviving Corporation until amended in accordance with law.

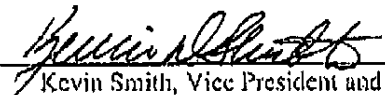
4. Directors and Officers of Surviving Corporation. The directors and officers of JET TURBINE immediately prior to the effective time of the Merger shall be the directors and officers of the Surviving Corporation, each such director or officer to hold office until the term for which he or she has previously been elected and shall expire and until his or her successor has been elected and qualified.

5. Shares of JTS-JACKSONVILLE. At the effective time of the Merger, all of the capital stock of JTS-JACKSONVILLE shall be cancelled and no consideration shall be issued in respect thereof.

6. Effective Time of Merger. The "effective time" of the Merger shall be upon the filing of the Articles of Merger adopted in connection herewith by JTS-JACKSONVILLE and JET TURBINE with the Secretary of State of Florida.

IN WITNESS WHEREOF, the parties hereto have caused this Plan and Agreement of Merger to be signed by their respective officers thereunto duly authorized and their respective corporate seals to be hereto affixed and attested in accordance with the requirements of Section 607.1101, of the Florida Statutes, all as of the day and year first above written.

JTS-JACKSONVILLE, INC.,
a Florida corporation

By: 
Kevin Smith, Vice President and
Chief Operating Officer

JET TURBINE SERVICE, INC.,
a Florida corporation

By: _____
Donald Clews, President