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Shelby Cnty Judge of Probate, AL  
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**ARTICLES OF INCORPORATION**  
**OF**  
**MACK AIR, INC.**

THE UNDERSIGNED, acting as Incorporator of a Corporation pursuant to the Alabama Business Corporation Act and the general corporation laws of the State of Alabama, adopts the following Articles of Incorporation for such Corporation:

**ARTICLE I**

**NAME**

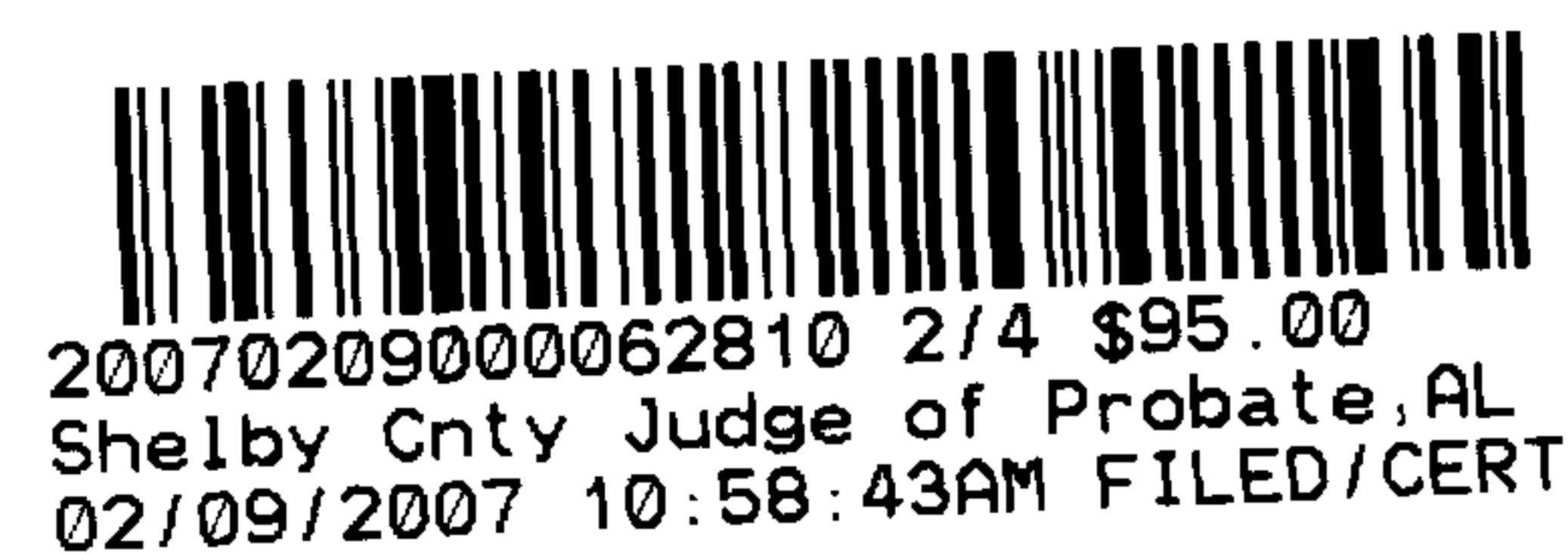
The name of the Corporation is: **Mack Air, Inc.**

**ARTICLE II**

**PURPOSES**

The objects and purposes for which the said Corporation is organized and the objects to be carried on and promoted by it are as follows:

- (a) To transact any and all lawful business which corporations may conduct under the laws of the State of Alabama or any other state in which the Corporation may legally transact business.
- (b) To enter into, make and perform contracts of every kind for any lawful purpose, with any person, firm, association or corporation, town, city, county, body politic, state, territory, government or dependence thereof.
- (c) To acquire, own, purchase, sell, exchange, lease, pledge and mortgage real and personal property of every kind, including the Corporation's own capital stock and any securities created or issued by any persons, firms, associations, corporations, or governments or subdivisions thereof.
- (d) To exercise every power and engage in every activity that may be necessary, appropriate, convenient and incidental to the foregoing enumerated purposes.



### ARTICLE III

#### AUTHORIZED CAPITAL SHARES

The aggregate number of shares which the Corporation shall have authority to issue is ten thousand (10,000) shares of common stock and are of one class only.

### ARTICLE IV

#### INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of the Corporation and the name of its registered agent at such address is as follows:

Vicky L. Turnbloom  
138 Highway 63  
Calera, AL 35040

### ARTICLE V

#### DIRECTORS

The number of Directors constituting the initial Board of Directors of the Corporation is one and the name and address of the person who is to serve as Director until the first annual meeting of shareholders or until her successors are elected and shall qualify is:

Vicky L. Turnbloom  
138 Highway 63  
Calera, AL 35040


### ARTICLE VI

#### INCORPORATOR

The name and address of the Incorporator of the Corporation is:

Vicky L. Turnbloom  
138 Highway 63  
Calera, AL 35040



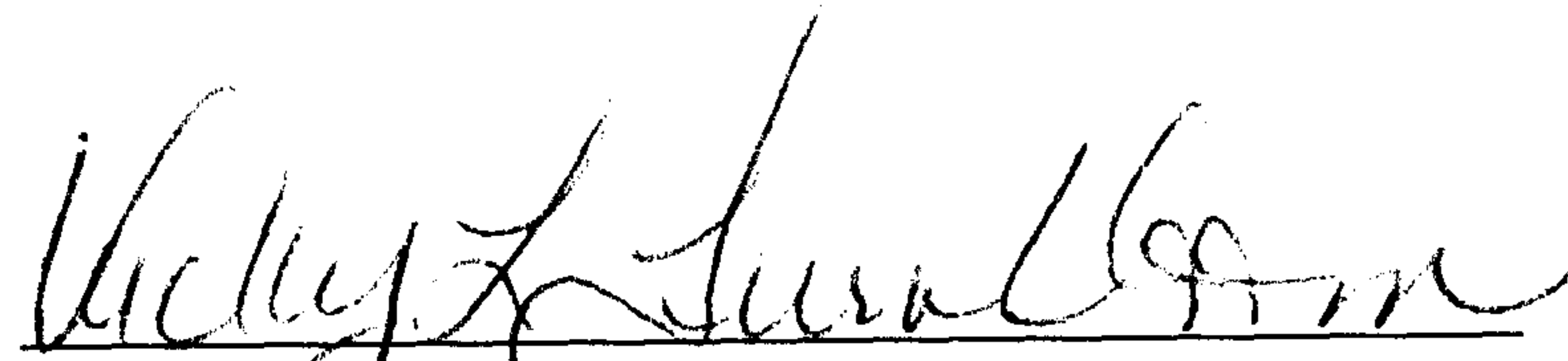
  
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## ARTICLE VII

### DENIAL OF PREEMPTIVE RIGHTS

No holder of any shares of any class of this Corporation shall, as such holder, have any preemptive rights to purchase or subscribe to any shares of this Corporation, or any bonds, debentures or other securities or obligations convertible into or exchangeable with any shares of this Corporation, other than such rights of conversion or exchange and such rights under options or warrants or purchase or subscription arrangements, as shall be expressly granted by the Board of Directors or shareholders at such prices and upon such other terms and conditions as the Board of Directors, in its discretion, or the shareholders may fix or designate.

The undersigned, acting as Incorporator of the corporation named herein in accordance with the Alabama Business Corporation Act, executes these Articles of Incorporation this 5<sup>th</sup> day of February 2007.

  
Vicky L. Turnbloom, Incorporator

THIS INSTRUMENT PREPARED BY:  
J. Thomas Martin  
Attorney at Law  
P.O. Box 36474  
Birmingham, Alabama 35236



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Beth Chapman  
Secretary of State

P.O. Box 5616  
Montgomery, AL 36103-5616

# STATE OF ALABAMA

I, Beth Chapman, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

pursuant to the provisions of Section 10-2B-4.02, Code of Alabama 1975, and upon an examination of the corporation records on file in this office, the following corporate name is reserved as available:

**Mack Air, Inc.**

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Tom Martin, PO Box 36474, Birmingham, AL 35236 for a period of one hundred twenty days beginning January 31, 2007 and expiring June 1, 2007.



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

January 31, 2007

Date

*Beth Chapman*

Beth Chapman

Secretary of State