

ARTICLES OF INCORPORATION
OF
AERONAUTICAL REPAIR STATION ASSOCIATION MERGER, INC.

The undersigned, pursuant to Chapter 10 of Title 13.1 of the Code of Virginia, state as follows:

1. The name of the Corporation is:

Aeronautical Repair Station Association Merger, Inc.

2. The classes of membership; the eligibility requirements for membership; methods of admission, limitations, rights, powers and duties of members; dues, assessments and contributions of members; the conditions for expulsion from or termination of membership; and the right to and manner of voting shall be provided in the Bylaws.
3. The directors of the Corporation shall be elected or appointed by a majority vote of the then current Board of Directors present and voting for terms as shall be provided in the Bylaws. Officers not serving as duly elected members of the Board of Directors shall serve as *ex officio* directors. In no circumstance shall a member of the Board of Directors have more than one vote on a particular matter before the Board.
4. A. The name of the corporation's initial registered agent is:

Marshall S. Filler

B. The initial registered agent is an individual who is a resident of Virginia and an initial director of the corporation.

5. A. The corporation's initial registered office address, which is identical to the business office of the initial registered agent, is:

121 North Henry Street
Alexandria, VA 22314-2903

B. The registered office is physically located in the city of Alexandria.

6. The names and addresses of the initial directors and the duration of the duration of their initial terms are as follows:

Ian Cheyne (through 2008)
900 Nolen Drive
Suite 100
Grapevine, TX 76051-8641

H. Shane Cormier (through 2006)
9624 Sunbeam Center Drive
Jacksonville, FL 32257-1101

Chris Erickson (through 2006)
3100 Willow Spring Road
Central Point, OR 97502-9362

Marshall S. Filler (through 2023)
121 North Henry Street
Alexandria, VA 22314-2903

Gary M. Fortner (through 2008)
918 Thompson Avenue
Glendale, CA 91201-2079

Gary H. Garvens (through 2006)
9503 Middlex
San Antonio, TX 78217-5915

Bruce Johnson (through 2007)
630 Anchors Street, N.W.
Fort Walton Beach, FL 32548-3820

Gary Jordan (through 2006)
103 East Rhapsody
San Antonio, TX 78216-3113

David Latimer (through 2008)
623 Radar Rd.
Greensboro, NC 27410-6221

Sarah MacLeod (through 2023)
121 North Henry Street
Alexandria, VA 22314-2903

Fred Zimbelman (through 2006)
1826 Bickford Avenue
Snohomish, WA 98290-1743

7. The Corporation is organized exclusively for purposes within the meaning of Section 501(c)(6) of the Internal Revenue Code of 1986, or the corresponding provisions of any future United States Revenue Law.

In furtherance and not in limitation of the general powers conferred by the laws of the Commonwealth of Virginia and the objects herein set forth, the purposes of the Corporation are as follows:

- A. To provide an opportunity for the exchange of information and experience about the operations of certificated repair stations;
 - B. To maintain and promote high standards of professionalism among the members of the certificated repair station community;
 - C. To disseminate information among certificated repair stations which will assist them in conducting their affairs in a business-like manner;
 - D. To alert the certificated repair station community to any regulatory or legislative activities which may affect the conduct of their business;
 - E. To provide technical support and information;
 - F. To develop positions and objections with regard to legislative and regulatory matters, and to initiate action which will achieve those objectives, consistent with other policies of the Corporation and with the laws governing the conduct of such activities;
 - G. To provide an opportunity for communication and exchange of information between the members of the certificated repair station community and other businesses and individuals associated with the industry; and,
 - H. To undertake any and all activities on behalf of the certificated repair station community which are permissible under the laws of the Commonwealth of Virginia.
8. No part of the earnings of the Corporation shall inure to the benefit of, or be distributable to its members, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered. In the event of the dissolution of the Corporation, the last Board of Directors shall, after

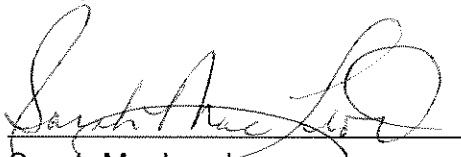
paying and making provision for the payment of all liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation, or in such manner as is proper under Section 501 of the Internal Revenue Law. The Board of Directors shall determine the exact disposition of such assets.

9. The name and address of the incorporator is:

Sarah MacLeod
121 North Henry Street
Alexandria, VA 22314-2903

IN WITNESS WHEREOF, I sign these Articles of Incorporation on the 27th day of April, 2006.

Incorporator:


Sarah MacLeod

Original Submitted to:
Commonwealth of Virginia
Clerk of the State Corporation Commission
1300 East Main Street
Tyler Building, 1st Floor
Richmond, Virginia 23219-1197