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LAWRENCE J. MARKELL  
Attorney at Law  
Schever International Plaza  
7280 West Palmetto Park Road  
Suite 202-N  
Boca Raton, Florida 33433

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 JUN 11 AM 10:07

561-393-1446  
Fax 561-393-1217

Also admitted in Massachusetts

June 10, 1997

Division of Corporation  
George Firestone Bldg.  
409 E. Gaines Street  
Tallahassee FL. 32399

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-06/11/97--01083--006  
\*\*\*122.50 \*\*\*122.50

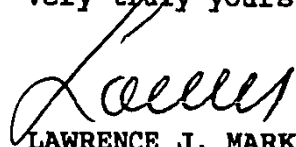
ATTENTION: NEW FILINGS

Dear Sir/Madam:

Please find enclosed check # 4913 in the amount of \$122.50, in respect of the filing fee and one certified copy of the Articles of Incorporation for AVALANCHE AIR CORP.

A self addressed stamped envelope is attached for the return certified copy.

Very truly yours



LAWRENCE J. MARKELL, ESQ.

enclosures:

RP  
6-12-97

ARTICLES OF INCORPORATION  
OF  
AVALANCHE AIR CORP.

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SECRETARY OF STATE  
OFFICE OF CORPORATIONS

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The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the law of the State of Florida.

ARTICLE ONE - NAME

The name of the corporation shall be: AVALANCHE AIR CORP. The principal place of business of this corporation shall be: 10325 Hidden Springs Court, Boca Raton, Florida 33498.

ARTICLE TWO - NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE THREE - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock without par value.

ARTICLE FOUR - ADDRESS AND REGISTERED AGENT

The street address of the initial registered office of the corporation shall be: 7280 W. Palmetto Park Road, Suite 202N Boca Raton, Florida 33433 and the name of the registered agent at that address is: Lawrence J. Markell.

ARTICLE FIVE - TERMS OF EXISTENCE

This corporation is to exist perpetually.

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ARTICLE SIX - DIRECTORS

This corporation shall have no less than one nor more than three directors as determined, from time to time, by the shareholders at the annual meeting of shareholders or a special meeting of shareholders called for that purpose.

ARTICLE SEVEN - OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

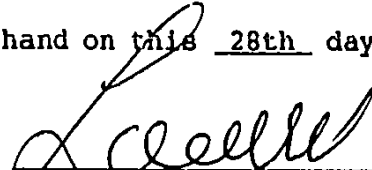
JOHN KUNIYOSHI: President, Treasurer and Director  
10325 Hidden Springs Court  
Boca Raton, FL 33498

KAZUO KUNIYOSHI: Secretary and Director  
10325 Hidden Springs Court  
Boca Raton, FL 33498

ARTICLE EIGHT - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is: Lawrence J. Markell, 7280 West Palmetto Park Road, Suite 202-N, Boca Raton, Florida 33433.

IN WITNESS WHEREOF, for the purpose of forming this corporation, I, the undersigned, constituting the sole Incorporator, hereunto set my hand on this 28th day of May, 1997.

  
LAWRENCE J. MARKELL, ESQ.

I HEREBY ACCEPT MY DESIGNATION AS REGISTERED AGENT.

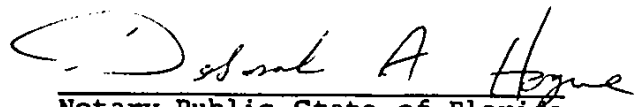
  
LAWRENCE J. MARKELL, ESQ.

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STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this  
28th day of May, 1997, by Lawrence J. Markell, who is  
personally known to me and who did take an oath.

  
Notary Public-State of Florida  
Print Name: DEBORAH A. HAGUE

My commission expires:

 DEBORAH A. HAGUE  
MY COMMISSION # CC 402312  
EXPIRES: October 30, 1998  
Notary Public Underwriter

 DEBORAH A. H.  
MY COMMISSION # C 402312  
EXPIRES: October 30, 1998  
Bonded Thru Notary Public Underwriters