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September 26, 1997

Florida Department of State
Division of Corporations
New Filings Section
409 East Gaines Street
Tallahassee, FL 32399

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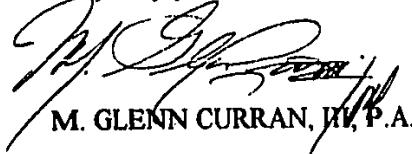
Re: Incorporation of Salt Air Development, Inc.
Our File No.: 1398-02

Dear Madam / Sir:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-referenced corporation which we ask that you file. Also enclosed is our check in the amount of \$122.50 which represents the fee for same. Kindly provide us with a certified copy of the Articles via return Airborne Express. All of the necessary Airborne materials are enclosed, including a prepaid airbill which has already been completed for your convenience.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,


M. GLENN CURRAN, II, P.A.

MGC:jml
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 29 AM 9:34

9/30/97

**ARTICLES OF INCORPORATION
OF**

Salt Air Development, Inc.

(A FLORIDA CORPORATION)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 29 AM 9:34

The undersigned, acting as Incorporator of a Florida corporation under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

Article I – NAME

The name and principal place of business of the Corporation is:

Salt Air Development, Inc.
157 Fiesta Way,
Fort Lauderdale, Florida 33301

Article II – PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

Article III – CAPITAL STOCK

The Corporation is authorized to issue Seven Thousand Five Hundred shares of One Dollar par value Common Stock.

Article IV – INITIAL REGISTERED OFFICE AND AGENT

The name and Florida street address of the initial registered agent and office of the Corporation is M. Glenn Curran, III, 2400 East Commercial Boulevard, Suite 208, Fort Lauderdale, FL 33308-4022

Article V – INITIAL BOARD OF DIRECTORS

The Corporation shall initially have two director(s) to hold office until the first annual meeting of shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office, or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the initial director(s) of the Corporation is/are:

Edward Hayden
157 Fiesta Way
Fort Lauderdale, FL 33301
President, Director

Victoria Burrier
157 Fiesta Way
Fort Lauderdale, FL 33301
Secretary, Treasurer, Director

Article VI – INCORPORATOR

The name and address of each incorporator is:

M. Glenn Curran, III
2400 East Commercial Boulevard, Suite 208, Fort Lauderdale, FL 33308-4022

Article VII - AMENDMENTS

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 26th day of September, 1997.

Incorporator: _____

M. Glenn Curran, III

M. Glenn Curran, III

STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 26th day of September, 1997, by M. Glenn Curran, III, who is personally known to me or who produced _____ as identification and who did take an oath.

Jeannine M Lindstrom

(signature of notary officer taking acknowledgment)

Jeannine M Lindstrom

(printed name of notary officer taking acknowledgment)



(NOTARY SEAL)

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I, M. Glenn Curran, III, hereby accept the appointment as the initial Registered Agent of this corporation and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATE: 26 September 97

BY: _____



M. Glenn Curran, III, as Registered Agent

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