



THE UNITED STATES  
CORPORATION  
COMPANY

P48000057852

ACCOUNT NO. : 072100000032  
REFERENCE : 871165 160406A  
AUTHORIZATION : *Patricia Pizeto*  
COST LIMIT : \$ 122.50

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JUN 26 PM 1:58

ORDER DATE : June 25, 1998  
ORDER TIME : 10:07 AM  
ORDER NO. : 871165-005  
CUSTOMER NO: 160406A  
CUSTOMER: Cindy Peterson, Legal Asst  
MATTHEW E. MORRALL, P.A.

Penthouse West  
2455 East Sunrise Boulevard  
Fort Lauderdale, FL 33304

700002573747--2

DOMESTIC FILING

NAME: USA AIRCRAFT LEASING, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith  
EXAMINER'S INITIALS:

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62-9  
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ARTICLES OF INCORPORATION  
OF  
USA AIRCRAFT LEASING, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

USA AIRCRAFT LEASING, INC.

The address of the principal office of this corporation shall be 2455 East Sunrise Boulevard, Suite 309, Ft. Lauderdale, Florida 33304, and the mailing address of the corporation shall be the same.

ARTICLE II. 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 III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having \$1.00 par value per share.

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ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

|              |  |
|--------------|--|
| Frank Hughes | 2455 East Sunrise Boulevard, Suite 309,<br>Ft. Lauderdale, Florida 33304 |
|--------------|--|

|                 |               |
|-----------------|---------------|
| Dave Carruthers | Same as above |
|-----------------|---------------|

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of  
Corporation Service Company, has hereunto set their hand  
and seal of Corporation Service Company on June 26, 1998.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar  
Its Agent, Karen B. Rozar

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware  
corporation authorized to transact business in this  
State, having a business office identical with the  
registered office of the corporation named above, and  
having been designated as the Registered Agent in the  
above and foregoing Articles, is familiar with and  
accepts the obligations of the position of Registered  
Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar  
Its Agent, Karen B. Rozar

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