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TRANSMITTAL LETTER

00 MAY -8 AM 9:58

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-05/08/00--01022-011
*****78.75 *****78.75

SUBJECT: ALL AIRCRAFT SERVICES INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

FROM: GERARDO SERRANO
Name (printed or typed)

3561 SW 143 AVE.
Address

MIRAMAR, FL 33027-3760
City, State & Zip

954-4426857
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
OF
ALL AIRCRAFT SERVICES INC.**

00 MAY -8 AM 9:58

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I – NAME

The name of the corporation shall be:

ALL AIRCRAFT SERVICES INC.

ARTICLE II – PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

**7930 N.W. 36 Street #23 PMB 308
MIAMI, FL 33166**

ARTICLE III – SHARES

The number of shares of stock that this corporation is authorized to have at any one time is (100,000) one hundred thousand shares of class A voting common stock having a par value of (\$0.01) one cent each. All voting rights of the shareholders will be held by the shareholders owning the shares of the class A voting common stock.

ARTICLE IV – INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

**GERARDO SERRANO
3561 SW 143rd AVE.
MIRAMAR, FL 33027-3760**

ARTICLE V – DURATION AND PURPOSE

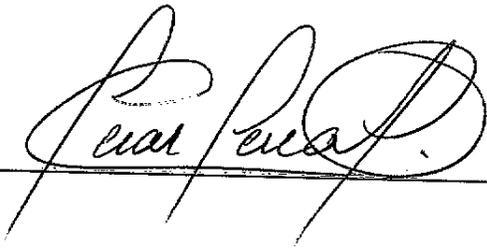
The duration of the corporation shall be perpetual, and the purpose for which it is initially organized is the transaction of any and all lawful businesses for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE VI – INCORPORATORS

The name and street addresses of the incorporator to these articles of incorporation is:

GERARDO SERRANO
3561 SW 143rd AVENUE
MIRAMAR, FL 33027-3760

The undersigned incorporator has executed these Articles of Incorporation this 2nd day of May, 2000.



**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

00 MAY -8 AM 9:58

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: ALL AIRCRAFT SERVICES INC.

2. The name and address of the registered agent and office is:

GERARDO SERRANO

(Name)

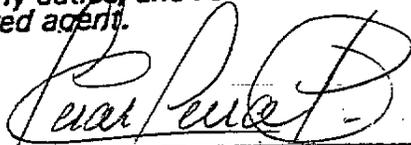
3561 SW 143 AVE.

(P.O. Box not acceptable)

MIRAMAR, FL 33027-3760

(City/State/Zip)

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 hereby accept the appointment as registered agent 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.



(Signature)

MAY 2, 2000

(Date)