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**Florida Department of State
Division of Corporations
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**To: Division of Corporations
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**From: Nery C. Toledo, Legal Assistant
Account Name : AKERMAN, SENTERFITT & EIDSON, P.A.
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**FLORIDA PROFIT CORPORATION OR P.A.
EMBRAER AIRCRAFT MARKETING CORPORATION**

Certificate of Status	0
Certified Copy	1
Page Count	02
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**ARTICLES OF INCORPORATION
OF
EMBRAER AIRCRAFT MARKETING CORPORATION**

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

**ARTICLE I
NAME**

The name of the corporation is **EMBRAER AIRCRAFT MARKETING CORPORATION** (hereinafter called the "Corporation").

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The initial principal office and mailing address of the Corporation is:

276 Southwest 34th Street
Fort Lauderdale, Florida 33315

**ARTICLE III
CAPITAL STOCK**

The number of shares of stock that the Corporation is authorized to issue is Seven Thousand Five Hundred (7,500) shares, par value \$1.00 per share, of common stock. Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

**ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the Corporation's initial registered office is: One Southeast Third Avenue, 28th Floor, Miami, Florida 33131. The name of the Corporation's initial registered agent at that office is: American Information Services, Inc.

**ARTICLE V
INCORPORATOR**

The name and address of the incorporator of the Corporation is: Don Duffy, Esq., One Southeast Third Avenue, 28th Floor, Miami, Florida 33131.

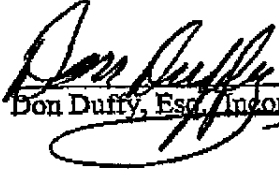
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IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 4th day of December, 2001.


Don Duffy, Esq. Incorporator

**CERTIFICATE OF ACCEPTANCE BY
REGISTERED AGENT**

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent and registered office of EMBRAER AIRCRAFT MARKETING CORPORATION, a Florida corporation (the "Corporation"), in the Corporation's articles of incorporation:

Having been named as registered agent and to accept service of process for the Corporation at the registered office designated in the Corporation's articles of incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 4th day of December, 2001.

American Information Services, Inc.

By: 
Nery C. Toledo, Assistant Secretary

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