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Penny Wellborn
Certified Legal Assistant
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October 2, 2001

Corporate Records Bureau
Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, FL 32399

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-10/09/01--01049--001
*****35.00 *****35.00

Re: Amended and Restated Articles of Incorporation of
ROMA Air Corporation

Dear Ladies and Gentlemen:

Enclosed for filing are the original and one executed copy of the Amended and Restated Articles of Incorporation of ROMA Air Corporation, and Registered Agent Designation, along with our check in the amount of \$35.

Please date stamp the photocopies and return them to our office in the enclosed envelope.

If you have any questions, please do not hesitate to call.

Very truly yours,

Penny Wellborn
Penny Wellborn, CLA

FILED
01 OCT -9 PM 1:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosures

114683_1

called 10/12

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_____ **REPRODUCTION BY PHONE**
CORRECT _____
DATE _____
NO. _____

*NC & AM
KRC
10-12*

AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

CROP DUSTERS, INC.

FILED
OCT -9 PM 1:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 et seq. of the Florida Business Corporation Act, the undersigned Corporation adopts the following Amended and Restated Articles of Incorporation.

The amendment contained in this Amended and Restated Articles of Incorporation requires shareholder approval and said amendment was approved by the holder of all issued and outstanding shares of the Corporation and was further approved by all of the duly elected directors of the Corporation.

ARTICLE I - NAME OF CORPORATION

Since its incorporation on April 26, 1968, the Corporation has been known as: "Crop Dusters, Inc." effective with the filing of these Amended and Restated Articles of Incorporation, the Corporation shall be known as: "RoMa Air Corporation."

The principal office of the Corporation is located at:

105 Airport Road

Belle Glade, Florida 33430.

The mailing address of the Corporation is:

P.O. Box 454

Belle Glade, Florida 33430.

ARTICLE II - DURATION

This corporation shall be perpetual in existence unless sooner dissolved according to law.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business which corporations may transact pursuant to Section 607.0101 et seq. of the Florida Corporation Act.

ARTICLE IV - CAPITAL STOCK

The authorized capital stock of the corporation shall be One Thousand (1000) shares of common stock in two classes as follows:

<u>Class</u>	<u>Number of Shares</u>
Class A voting common	10
Class B non-voting common	<u>990</u>
Total:	1,000

All shares of stock authorized hereunder, whether Class A or Class B, shall have identical rights to dividends, liquidation proceeds, redemption rights, subscription rights and other economic benefits. No difference shall exist between the Class A voting common stock and the Class B non-voting common stock, except for the difference in voting rights.

No holder of Class B non-voting common stock shall be entitled to any voice in the management of the Corporation or to any voting powers at any stockholders' meeting. The sole management of the Corporation shall be in the hands of the holders of Class A voting common stock, and they alone shall be entitled to vote at any meeting of the stockholders of the Corporation.

ARTICLE V - REGISTERED OFFICE AND AGENT

The street address of the registered office of this corporation is 105 Airport Road, Belle Glade, FL 33430. The name of the registered agent of this corporation at that address is Francisco Rodriguez. This corporation shall have the privilege of having branch offices at other places within or without the State of Florida and within or without the United States of America. This corporation may, at its discretion, at any time, change the address of the principal place of business.

ARTICLE VI - BOARD OF DIRECTORS

This corporation shall have a Board of Directors consisting of six. The number of directors may be either increased or diminished from time to time, but the number shall, subject to ARTICLE VIII below, never be less than one nor more than ten.

ARTICLE VII - MANAGEMENT OF CORPORATION BY STOCKHOLDERS

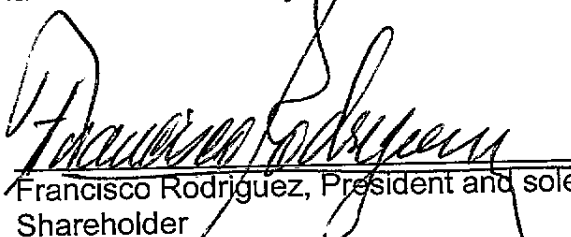
Anything to the contrary contained in these Amended and Restated Articles of Incorporation notwithstanding, if the holders of the Class A voting common stock of this corporation shall so elect, they may exercise all powers and conduct the business and affairs of this Corporation in lieu of the Board of Directors.

ARTICLE VIII - AMENDMENT

This Corporation reserves to the holders of the outstanding shares of Class A Voting Stock the right to further amend or repeal any provisions contained in these Amended and Restated Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS OF THE FOREGOING, I have hereunto set my hand and seal, this

20th day of September, 2001.


Francisco Rodriguez, President and sole
Shareholder

STATE OF FLORIDA)
)SS:
COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this day personally came and appeared before me, the undersigned authority, Francisco Rodriguez, to me well known and known to me to be the person named in and who acknowledged to me that he executed the foregoing Amended and Restated Articles of Incorporation as a free and voluntary act and deed and for the uses and purposes therein set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the County and State aforesaid, this 20th day of September, 2001.

Francine S. Mezzoni

NOTARY PUBLIC
(Type or Print Name)
State of Florida at Large



Francine Sandra Mezzoni
MY COMMISSION # DD039970 EXPIRES
September 1, 2005
BONDED THRU TROY FAIN INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

RoMa AIR CORPORATION
(Formerly known as CROP DUSTERS, INC.)

In pursuant of Florida Statutes the following is submitted:

That RoMa Air Corporation, formerly known as Crop Dusters, Inc., has named Francisco Rodriguez, who is located at 105 Airport Road, Belle Glade, Florida 33430, County of Palm Beach, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By:


FRANCISCO RODRIGUEZ

SEPT 20, 2001