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May 18, 2000

SECRETARY OF STATE
CORPORATE DIVISION
STATE OF FLORIDA
TALLAHASSEE, FLORIDA 32304

700003262647--8
-05/23/00--01006--005
****122.50   *****78.75

Re: RGA AVIATION, INC.

GENTLEMEN:

THE FOLLOWING DOCUMENTS ARE ENCLOSED FOR FILING WITH YOUR OFFICE
IN CONNECTION WITH THE CAPTIONED CORPORATION:

1.-   ARTICLES OF INCORPORATION - 2 SETS
2.-   CERTIFICATE OF REGISTERED AGENT
3.-   CHECK IN THE AMOUNT OF $122.50 COVERING THE FOLLOWING:

FILING FEE	$ 35.00
CERTIFIED COPY OF ARTICLES OF INCORPORATION	52.50
CERTIFICATE OF REGISTERED AGENT	35.00
	$ 122.50

UPON FILING OF THESE DOCUMENTS, PLEASE SEND ME ONE CERTIFIED COPY
OF THE ARTICLES OF INCORPORATION.

THANK YOU FOR YOUR COOPERATION.

SINCERELY YOURS,

00 MAY 22 AM 11:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

ARTICLES OF INCORPORATION
RGA AVIATION, INC.

ARTICLE I - NAME

The name of this corporation is RGA AVIATION, INC.

ATICLE II - PURPOSE

The purpose of the corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue One Thousand shares of One and No/100 ($1.00) Dollar par value common stock.

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new common stock of this corporation, shall have the right to purchase his pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which is offered to others.

ARTICLE V - INITIAL REGISTER OFFICE AND AGENT

The present address of the office of this corporation is 3367 NW 87th Street Miami, FL 33147. The name of the initial Registered Agent of this corporation is Raul C. Garcia.

ARTICLE VI - INITIAL BOARD OF DIRECTORS AND OFFICERS

This corporation shall have One (1) director initially. The number of directors may either increase or diminish from time to time by the by-laws, but shall never be less than one (1). The initial director of this corporation is Raul C. Garcia of 3367 NW 87th Street Miami, FL 33147.

ARTICLE VII - INCORPORATOR

The name of the person signing the Articles is:
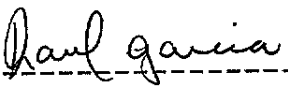Raul C. Garcia - President.

ARTICLE VIII - BEGINNING OF CORPORATE EXISTENCE

This corporation shall begin its corporate existence on the day these articles are filed with the State of Florida, Secretary of State.

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

IN WITNESS WHEREOF, the undersigned incorporated have executed these Articles of incorporation, this May 18, 2000.
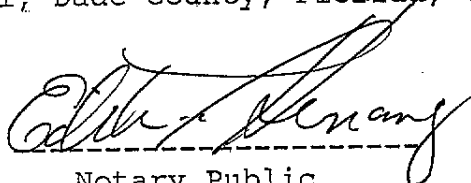
_____
Raul C. Garcia

STATE OF FLORIDA   )
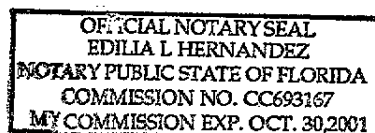   )   ss.
COUNTY OF DADE   )

BEFORE ME, the undersigned Notary Public, personally appeared Raul C. Garcia known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Miami, Dade County, Florida, this May 18, 2000.

_____
Notary Public

State of Florida, at Large

CERTIFICATE DESIGNATING THE ADDRESS AND
AN AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSETH:

That **RGA AVIATION, INC.** desiring to organize under the laws of
the State of Florida, which will have its principal office in the
State of Florida, county of Dade, has named Raul C. Garcia of
3367 NW 87th Street Miami, FL 33147 as its agent to accept
service of process within this state.

ACKNOWLEDGEMENT:

Having been named by the first Board of Directors of RGA
AVIATION, INC. to accept service of process for the above stated
corporation, at the place designated in this certificate, I
hereby agree to act in the capacity of Registered Agent for said
corporation, and agree to comply with the applicable provisions
of the Florida Statutes.

May 18, 2000

RAUL C. GARCIA
Registered Agent