ATKINSON, DINER, STONE, MANKUTA & PLOUCHA, P.A.

ATTORNEYS AT LAW

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1946 TYLER STREET HOLLYWOOD, FLORIDA 33020-4517

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EDWARD HEILBRONNER 1938 - 2000

* BOARD CERTIFIED IN REAL ESTATE

Certified Mail - Return Receipt Requested

January 22, 2001

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

600003575906--1 -01/26/01--01025--001 *****78.75 *****78.75

Aurora Aviation, Inc. Re:

To Whom It May Concern:

Enclosed are an original and one copy of Articles of Incorporation of Aurora Aviation, Inc., and a check for \$78.75 to cover the filing fee, registered agent designation fee and the certified copy fee. Please send to me a certified copy of the filed Articles of Incorporation.

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

L.M. Ploucha

LMP:sy Enclosures

James D. Potter, Ph.D. (w/encl.) cc: Thomas W. Mullen, C.P.A. (w/encl.)

S:\01034\Arts of Inc Sec St It01.wpd

ARTICLES OF INCORPORATION

OF

AURORA AVIATION, INC.

ARTICLE I.

CORPORATE NAME

The name of this Corporation shall be:

AURORA AVIATION, INC.

ARTICLE II.

MAILING ADDRESS AND PRINCIPAL OFFICE

The Corporation's mailing address and principal office is:

7240 S.W. 127th Street Miami, Florida 33156

ARTICLE III.

NATURE OF CORPORATE BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE IV.

CAPITAL STOCK

This Corporation is authorized to issue a maximum of seven thousand five hundred (7,500) shares of stock. The shares of stock authorized shall be common stock having a par value of One (1)

O1 JAN 25 AN 9: L SECRETAL OF STATE TALLAHASSEE, FLORID Dollar per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE V.

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

> L.M. Ploucha, Esq. c/o Atkinson, Diner, Stone, Mankuta & Ploucha, P.A. 1946 Tyler Street Hollywood, Florida 33020-4517

ARTICLE VI.

BOARD OF DIRECTORS

The number of Directors may be altered from time to time by By-Laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

ARTICLE VII.

INITIAL DIRECTOR

The name and post office address of the first Director of the Corporation is:

Address Name

7240 S.W. 127th Street JAMES D. POTTER

Miami, Florida 33156

The first Director shall hold office until the first annual meeting of the Stockholders of the Corporation.

ARTICLE VIII.

INCORPORATOR

The name and post office address of the Incorporator executing these Articles of Incorporation is as follows:

Incorporator

<u>Address</u>

L.M. PLOUCHA

c/o Atkinson, Diner, Stone, Mankuta & Ploucha, P.A.

1946 Tyler Street

Hollywood, Florida 33020-4517

THE UNDERSIGNED Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.

Dated: 1/22/01

L.M. PLOUCHA

The undersigned hereby accepts the foregoing designation as initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.

L.M. PLOUCHA