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David M. Gaynes

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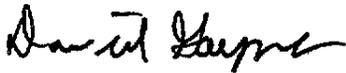
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL. 32314

SUBJECT: Fly Safe Aerospace, Inc.
Proposed Corporate Name

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-04/02/01--01137--001
*****87.50 *****87.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for: \$87.50 to cover the filing fee, a certified copy of the articles of incorporation, and a certificate of status. Please send the certified copy of the articles of incorporation and the certificate of status to the above address. Thank you for your prompt attention to this matter.

Sincerely,



David Gaynes, Esq.

FILED
01 APR -2 PM 3: 11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

gj 4/5

**ARTICLES OF INCORPORATION
OF**

FLY SAFE AEROSPACE, INC.

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I

NAME OF CORPORATION

The name of the corporation shall be Fly Safe Aerospace, Inc.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business of the corporation shall be:
3702 West Lake Estates Drive
Davie, Fl. 33328

ARTICLE III

MAILING ADDRESS OF THE CORPORATION

Fly Safe Aerospace, Inc.
3702 West Lake Estates Drive
Davie, Fl. 33328

ARTICLE IV

PURPOSE

The purpose of this corporation is the transaction of any an all lawful business for which corporations may be incorporated in this state.

ARTICLE V

CAPITAL STOCK

The total number of shares which the corporation is authorized to issue is 500 shares. Shares shall be of a single class and have a par value of \$1.00.

ARTICLE VI

NAME AND ADDRESS OF REGISTERED AGENT

Robert Petronella
3702 West Lake Estates Drive
Davie, Fl. 33328

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be increased or decreased from time to time by the by-laws but never shall be less than one. The name and address of the initial director is:

Robert Petronella
3702 West Lake Estates Drive
Davie, Fl. 33328

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLE VIII
NAME AND ADDRESS OF INCORPORATOR**

David M. Gaynes
7153 Catania Drive
Boynton Beach, FL. 33437

**ARTICLE IX
BY-LAWS**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the stockholders.

**ARTICLE X
AMENDMENTS**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto and any right conferred to the stockholders is subject to this reservation.

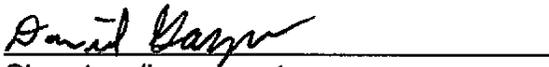
IN WITNESS WHEREOF, the undersigned has hereunto executed these Articles of Incorporation, this 28th day of March, 2001.


Robert Petronella

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Signature/Registered Agent

3/28/01
Date


Signature/Incorporator

3/28/01
Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA