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ACCOUNT NO. : 072100000032

REFERENCE : 160823 3623A

AUTHORIZATION :

COST LIMIT : \$ 78.75

Patricia Pizub

2001 MAY 23 PM 3:02
SEC. STATE
TALLAHASSEE FLORIDA

ORDER DATE : May 23, 2001

ORDER TIME : 11:57 AM

ORDER NO. : 160823-005

CUSTOMER NO: 3623A

500004302825--2

CUSTOMER: Robert E. Cobb, Esq
Robert E. Cobb, Esq

4530 North Federal Highway

Fort Lauderdale, FL 33308

DOMESTIC FILING

NAME: BEACH BASKET, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder - EXT. 1118

EXAMINER'S INITIALS:

RECORDED
01 MAY 23 PM 1:40
DIVISION OF CORPORATION

JS
5/23/01

**CERTIFICATE OF INCORPORATION
OF
BEACH BASKET, INC.**

2001 MAY 23 PM 3:02

SECRETARY OF STATE
TALLAHASSEE FLORIDA

We, the undersigned, hereby associate ourselves together for the purposes of becoming a corporation under the laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

I.

The name of this corporation shall be:

BEACH BASKET, INC.

II.

The purposes for which this corporation is formed is to do all and any of the things hereinafter set forth to the same extent as natural persons might or could do, namely: To engage generally in the business of inspecting, repairing, restoring, owning, operating, and otherwise dealing with, personal property of all types and kinds relating to the aircraft sales, service, delivery, avionics, engines, both piston and jet, and any and all other types of equipment, parts, components, and component systems relating to the aircraft or marine industry;

To engage generally in the business of providing advice and consultation relating to manufacturing, distribution, service, personnel management, training, re-training, and any and all other services to any and all persons, firms or corporations;

To purchase and sell businesses, real estate, make and purchase materials for the construction of buildings; to erect buildings; to own, operate, lease and sell buildings; to conduct and carry on the business of builders and contractors for the purpose of building, erecting, altering, repairing, or doing any work in connection with any and all types of buildings and improvements of any kind and nature whatsoever, including the locating, laying out, and construction of roads, avenues, slips, canals, walls, power plants and generally all classes of buildings, erections and works, both public and private, or integral parts thereof;

To purchase, lease, or otherwise acquire, and to hold, own, sell or dispose of real and personal property of all kinds, and in particular, lands, buildings, business concerns and undertakings of any kind, shares of stock,

corporation engaged in any business which this corporation is authorized to carry on, and in connection therewith, to acquire the good will and all or any of the assets, and to assume or otherwise provide for all or any of the liabilities of any such business;

To sell, improve, manage, develop, lease, mortgage, dispose of or otherwise turn to account or deal with all or any part of the property of the corporation;

To carry on the business of the corporation in any place or places within or without the jurisdiction of the United States of America, and in any and all countries, and to purchase, hold, mortgage, convey, lease, or otherwise dispose of or deal with real and personal property at such place or places;

To make, enter into, perform and carry out contracts of every sort and kind which may be necessary or convenient to the business of the corporation, or business of a similar nature, with any persons, firms, corporation, either private, public, or municipal body politic under the Government of the United States of America, or any State or Country, Territory or Colony thereof, or any foreign government, so far as, and to the extent that the same may be done and performed by corporations organized under the laws of the State of Florida pertaining to corporations for profit. To do all and everything necessary, suitable and proper for the purpose, the attainment of any of the objects, or the furtherance of any of the powers hereinbefore set forth, either alone or in connection with any other corporation or corporations, firms, or individuals and either as principal or agent, and to do all or any and every other act, thing or things, incidental to or appurtenant to or growing out of or connected with the aforesaid objects, purposes, or any of them.

The foregoing enumeration of specific powers shall not be deemed to limit or restrict in any manner, the general powers of the corporation, and the enjoyment and exercise of such general powers as are conferred upon corporations for profit, organized under the Laws of the State of Florida, pertaining to corporations for profit.

III.

The authorized capital stock of this Corporation shall be 7,500 share of Common Stock having a par value of One Dollar (\$1.00) per share. All of said stock shall be payable in cash, property, labor, or services, at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose. These shares of stock shall be offered in accordance with Section

V.

The principal place of business of this corporation shall be:

**4530 North Federal Highway,
Ft. Lauderdale, FL 33308.**

VI.

The names and post office addresses of the first Board of Directors of this Corporation, who shall hold office for the first year, or until their successors are elected, are:

ROBERT E. COBB

**4530 N. Federal Highway
Ft. Lauderdale, FL 33308,**

VII.

The names and post office addresses of the Officers of this Corporation, who shall hold office for the first year, or until their successors are elected, are:

President/Secretary,

**ROBERT E. COBB
4530 N. Federal Highway
Ft. Lauderdale, FL 33308**

VIII.

The number of Directors of this Corporation shall be not less than one, nor more than five.

IX.

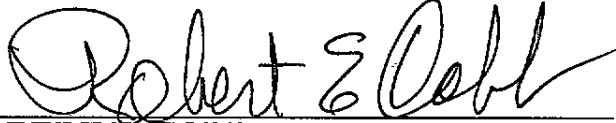
The registered office and the initial post office address of the principal office of the Corporation in the State of Florida is:

**4530 North Federal Highway
Ft. Lauderdale, FL 33308.**

and **ROBERT E. COBB** has been named as the Registered Agent of the Corporation, and his address is: 4530 North Federal Highway, Ft. Lauderdale, FL 33308.

The Board of Directors may from time to time move the principal office of the corporation to any other address within or without the State of Florida.

IN WITNESS OF THE OF THE FOREGOING, I have hereunto set my hand
and seal this 21st day of May, 2001.



ROBERT E. COBB

STATE OF FLORIDA

COUNTY OF BROWARD

I HEREBY CERTIFY that on this 21st Day of May, 2001, personally
came before me, the undersigned authority, **ROBERT E. COBB**, to me well
known, and known to me to be the person of that name described in and who
executed the foregoing Certificate of Incorporation, and who acknowledged
before me that said execution was his free and voluntary act and deed for the
purposes therein expressed.

WITNESS my hand and official seal at Ft. Lauderdale, Broward
County, and State of Florida the day and year first above written.



NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE

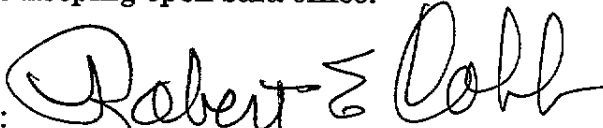


CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, FLORIDA STATUTES, the following
is submitted, in compliance with said Act:

FIRST: That BEACH BASKET, INC. is desiring to organize under the
Laws of the State of Florida, with its principal office as indicated on the
Certificate of Incorporation in the City of Fort Lauderdale, Florida, has
named ROBERT E. COBB, located at 4530 North Federal Highway, Ft.
Lauderdale, FL 33308, 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 provisions of said Act relative to keeping open said office.

By: 
ROBERT E. COBB
Registered Agent

2001 MAY 23 PM 3:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA