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OFFICE USE ONLY (DOCUMENT #)

LAZARUS CORPORATE FILING SERVICE

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MIAMI, FLORIDA (305)552-5973

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

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-10/17/01--01046--007
*****78.75 *****78.75

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. INTERNATIONAL AERONAUTICAL GROUP, INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)



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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED
01 OCT 17 AM 10:24
DIVISION OF CORPORATION

FILED
01 OCT 17 AM 10:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Examiner's Initials

PS

10/17/01

ARTICLES OF INCORPORATION

FILED

01 OCT 17 AM 10:54

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE THE UNDERSIGNED, HEREBY ASSOCIATE OURSELVES TOGETHER FOR THE PURPOSE
OF BECOMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA PROVIDING
FOR THE FORMATION OF A CORPORATION FOR PROFIT WITH THE POWERS, RIGHTS,
PRIVILEGES AND IMMUNITIES HEREINAFTER MENTIONED, AND WE HEREBY MAKE,
SUBSCRIBE AND ACKNOWLEDGE AND FILE WITH THE SECRETARY OF FLORIDA THESE
ARTICLES OF INCORPORATION; AND TO THAT END WE DO, BY THESE ARTICLES, SET
FORTH:

ARTICLE I

THE NAME OF THIS CORPORATION (WHICH IS HEREINAFTER CALLED THE
"CORPORATION") IS: INTERNATIONAL AERONAUTICAL GROUP, INC.

ARTICLE II

THIS CORPORATION SHALL EXIST PERPETUALLY, CORPORATION EXISTENCE SHALL
BEGIN ON THE DAY UPON WHICH THESE ARTICLES ARE APPROVED BY THE SECRETARY
OF THE STATE OF FLORIDA.

ARTICLE III

THE PURPOSE OF THIS CORPORATION IS TO TRANSACT ANY OR ALL LAWFUL BUSINESSES
FOR WHICH CORPORATIONS MAY BE INCORPORATED UNDER CHAPTER 607 OF THE
FLORIDA STATUTES.

ARTICLE IV

THIS CORPORATION IS AUTHORIZED TO ISSUE FIVE HUNDRED (500) SHARES OF COMMON
STOCK, WHICH SAID SHARES SHALL HAVE A PAR VALUE OF TEN (\$ 10.00) DOLLARS PER
SHARE UPON ISSUANCE.

ARTICLE V

THE PRINCIPAL PLACE OF BUSINESS OF THIS CORPORATION SHALL BE AT:

8405 NW 53 STREET SUITE C-100 MIAMI, FLORIDA 33166

WITH THE PRIVILEGE OF HAVING BRANCH OFFICES WITHIN AND WITHOUT THE STATE OF
FLORIDA.

ARTICLE VI

THE INITIAL REGISTERED AGENT OF THIS CORPORATION UPON WHICH PROCESS MAY BE SERVED IS: LOUIS F. CAST AND THE INITIAL REGISTERED OFFICE IS LOCATED AT: 8405 NW 53 STREET SUITE C-100 MIAMI, FLORIDA 33166

ARTICLE VII

THIS CORPORATION SHALL HAVE ONE DIRECTOR(S) INITIALLY.
THE NUMBER OF DIRECTORS SHALL BE FIXED BY LAW AND MAY BE CHANGED FROM TIME TO TIME.

ARTICLE VIII

THE NAME AND STREET ADDRESSES OF THE INITIAL DIRECTOR OF THIS CORPORATION IS:
CARLOS ACOSTA 8405 NW 53 STREET SUITE C-100 MIAMI, FLORIDA 33166

THE AFORSAID DIRECTORS SHALL HOLD OFFICE FOR THE YEAR OF THIS CORPORATION EXISTANCE OR UNTIL A SUCCESSOR IS CHOSEN AS PROVIDED FOR IN THE BYLAWS.

THE INITIAL OFFICERS OF THIS CORPORATION AND THEIR ADDRESSES ARE:

PRESIDENT: CARLOS ACOSTA 8405 NW 53 STREET C-100 MIAMI, FLORIDA 33166

VICE-PRESIDENT: CARLOS ACOSTA 8405 NW 53 ST. C-100 MIAMI, FLORIDA 33166

SECRETARY: CARLOS ACOSTA 8405 NW 53 STREET C-100 MIAMI, FLORIDA 33166

TREASURER: CARLOS ACOSTA 8405 NW 53 STREET C-100 MIAMI, FLORIDA 33166

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ARTICLE IX

01 OCT 17 AM 10:54

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE NAME AND STREET ADDRESS OF THE INCORPORATOR

CARLOS ACOSTA 8405 NW 53 STREET C-100 MIAMI, FLORIDA 33166

THE UNDERSIGNED HAS EXECUTED THESE ARTICLES OF INCORPORATION


 / PRESIDENT
SIGNATURE / TITLE
CARLOS ACOSTA PRESIDENT

CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

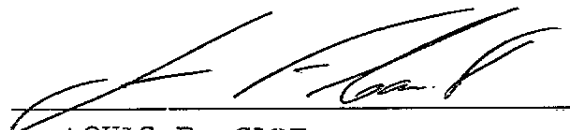
PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
OFFICE/ REGISTERED AGENT, IN THE STATE OF FLORIDA

INTERNATIONAL AERONAUTICAL GROUP, INC.

1. THE NAME OF THE CORPORATION IS: _____
2. THE NAME AND ADDRESS OF THE REGISTERED AGENT IS LOUIS F. CAST AND THE
REGISTERED OFFICE IS AT 8405 NW 53 STREET SUITE C-100 MIAMI, FLORIDA 33166

SIGNATURE:  _____
TITLE: PRESIDENT _____
DATE: 10/03/01 _____

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR
THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS
CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES
RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM
FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED
AGENT.

 _____
LOUIS F. CAST