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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : TURNBERRY ASSOCIATES
Account Number : I19990000201
Phone : (305)933-5505
Fax Number : (305)933-5535

FLORIDA PROFIT CORPORATION OR P.A.

Turnberry Air Group, Inc.

Certificate of Status	1
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ARTICLES OF INCORPORATION
OF
TURNBERRY AIR GROUP, INC.

ARTICLE I
NAME

The name of this corporation shall be:

TURNBERRY AIR GROUP, INC.

ARTICLE II
PRINCIPAL OFFICE OF BUSINESS

The principal place of business of this corporation is:
15001 NW 42nd Avenue, Suite 117, Miami, FL 33054.

ARTICLE III
CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of one dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 19501 Biscayne Boulevard, Suite 400, Aventura, FL 33180 and the name of the initial registered agent is Mario A. Romine.

ARTICLE V
INCORPORATOR

The name and address of the person signing these Articles as Sole Incorporator is Mario A. Romine and his address is 19501 Biscayne Boulevard, Suite 400, Aventura, FL 33180.

ARTICLE VI
DIRECTOR

This corporation shall have two (2) directors initially. The number of directors may increase from time to time but shall never be less than one (1). The names of the initial Directors are:

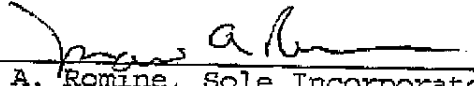
Jeffrey Soffer 19501 Biscayne Boulevard, Suite 400
Aventura, FL 33180.

Larry Aikens 15001 NW 42nd Avenue, Suite 117
Miami, FL 33054

ARTICLE VII
TERM

The effective date of these Articles shall be February 27th, 2002 and shall continue until terminated.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 27th day of February, 2002.



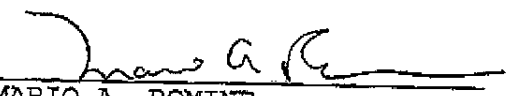
Mario A. Romine, Sole Incorporator

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT OF THE CORPORATION NAMED ABOVE, THE UNDERSIGNED DOES HEREBY ACCEPT SUCH APPOINTMENT AND DOES HEREBY AGREE TO DO ALL THINGS NECESSARY IN ORDER TO CARRY OUT ANY AND ALL DUTIES REQUIRED OF SUCH POSITION.

DATED THIS 27TH DAY OF FEBRUARY, 2002.

BY:



MARIO A. ROMINE

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