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To:

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

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

stuart jet, inc.

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SECRETARY OF STATE

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(5)

ARTICLES OF INCORPORATION

OF

STUART JET, INC., a Florida corporation

ARTICLE I

The name of this Corporation is:

STUART JET, INC., a Florida corporation

ARTICLE II

This Corporation shall exist in perpetuity commencing on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE III

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

ARTICLE IV

This Corporation is authorized to issue 10,000 shares of \$1.00 par value common stock which shall be designated as "Common Shares."

ARTICLE V

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this Corporation the assets of the Corporation shall be payable to and distributed ratably among the holders of record of the Common Shares.

ARTICLE VI

VOTING RIGHTS:

Except as otherwise provided by Law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

Prepared By:
MARK B. GOLDSTEIN, ESQUIRE
MARK B. GOLDSTEIN, P.A.
2700 N. MILITARY TRAIL, SUITE 130
BOCA RATON, FLORIDA 33431
(561) 989-9965

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ARTICLE VII
PREEMPTIVE RIGHTS:

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VIII

The street address of the initial registered office of this Corporation is: 2700 N. Military Trail, Suite 130, Boca Raton, Florida 33431, and the name of the initial registered agent of this Corporation at that address is: Mark B. Goldstein, and the principal place of business of the corporation is 2501 S.E. Aviation Way, Stuart, FL 34996

ARTICLE IX

This Corporation shall have Two (2) Directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The names and address of the initial Director of this Corporation is:

RICHARD L. SCHMIDT
2501 S.E. Aviation Way
Stuart, FL 34996

JERRY C. BLACK
2501 S.E. Aviation Way
Stuart, FL 34996

ARTICLE X

The name and address of the person or entity signing these Articles of Incorporation is:

Mark B. Goldstein
2700 N. Military Trail, Suite 130
Boca Raton, Florida 33431

ARTICLE XI.
AMENDMENT.

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 20 day of November, 2002.

STUART JET, INC., a Florida corporation

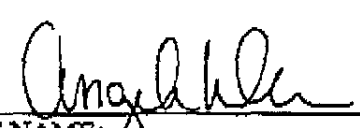
BY: 
MARK B. GOLDSTEIN, Incorporator

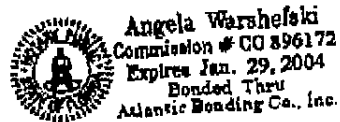
STATE OF FLORIDA)

COUNTY OF PALM BEACH)

I HEREBY CERTIFY on this day, before me, an officer duly authorized to administer oaths and to take acknowledgments, personally appeared MARK B. GOLDSTEIN, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form of identification of the above-named person; i.e., Florida Drivers License and that an oath was not taken.

WITNESS my hand and official seal, this 20 day of November, 2002, in the County and State aforesaid.


PRINT NAME:
NOTARY PUBLIC, STATE OF FLORIDA
My commission expires:
Commission No: _____



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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.**

IN PURSUANCE OF CHAPTER 607.34, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED IN COMPLIANCE WITH SAID ACT:

FIRST THAT STUART JET, INC., a Florida Corporation DESIRING TO ORGANIZE UNDER
THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL OFFICE, AS INDICATED
IN THE ARTICLES OF INCORPORATION AT 2501 S.E. Aviation Way, Stuart, FL 34996
HAS NAMED Mark B. Goldstein, LOCATED AT 2700 N. Military Trail, Suite 130, Boca
Raton, Florida 33431, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN
FLORIDA.

STUART JET, INC., a Florida Corporation

BY: 
MARK B. GOLDSTEIN, Incorporator

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE
TO ACT IN THIS CAPACITY, AND FURTHER AGREE TO COMPLY WITH THE
PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE
PERFORMANCE OF MY DUTIES.

STUART JET, INC., a Florida Corporation

BY: 
MARK B. GOLDSTEIN, Dated.

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

I HEREBY CERTIFY on this day, before me, an officer duly authorized to administer
oaths and to take acknowledgments, personally appeared Mark B. Goldstein, known to me to be the
person described in and who executed the foregoing instrument, who acknowledged before me that he
executed the same, that I relied upon the following form of identification of the above-named person;
Florida Drivers License and that an oath was not taken.

WITNESS my hand and official seal, this 20 day of November, 2002, in the County
and State aforesaid.

NOTARY PUBLIC, STATE OF FLORIDA



Angela Warshefsk
Commission # 0089617
Expires Jan. 29, 2004
Bonded Thru
Atlantic Bonding Co. Inc.

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