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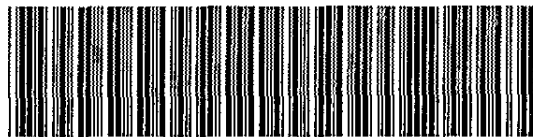
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TALLAHASSEE, FLORIDA

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CLERK OF STATE
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TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 442796 4339957

AUTHORIZATION :

Patricia Pigato

COST LIMIT : \$ 70.00

ORDER DATE : February 16, 2004

ORDER TIME : 3:49 PM

ORDER NO. : 442796-005

CUSTOMER NO: 4339957

CUSTOMER: Linda Getzone, Legal Asst
The Goldstein Law Group Pc

65 Broadway
10th Floor
New York, NY 10006

DOMESTIC FILING

NAME: VIP PERSONAL JETS CORP.

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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CONTACT PERSON: Kimberly Moret - EXT. 2949

EXAMINER'S INITIALS: _____

ARTICLES OF INCORPORATION

OF

VIP PERSONAL JETS CORP.

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I

Name

The name of the corporation shall be VIP PERSONAL JETS CORP.

Article II

Principal Office

The principal place of business/mailling address is 1388 Sabal Palm Drive, Boca Raton, FL 33432.

Article III

Purpose

The purpose for which the corporation is organized is:

To own, operate, maintain or lease airplanes for long and short term travel.

To carry out all or any part of the foregoing purposes as principal, agent, or otherwise, either alone or in conjunction with any person, and in any part of the world; and in carrying on its business and for the purpose of attaining or furthering any of its objects, to make and perform such contracts of any kind and description, to do such acts and things, and to exercise any and all such powers, as a natural person could lawfully make, perform, do or exercise, provided the same be not inconsistent with the laws of the State of Florida applicable to the Corporation.

To do any and all things necessary, suitable, convenient or proper for, or in connection with, or incidental to, the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or designed directly or indirectly to promote the interests of the Corporation, or to enhance the value of any of its properties; and in general to do any and all things and exercise any and all powers which it may now or hereafter be lawful for the Corporation to do or to exercise under the laws of the State of Florida that may now or hereafter be applicable to the Corporation.

To engage in any lawful act or activity for which corporations may be organized under the Laws of the State of Florida. The Corporation is not formed to engage in an act requiring the consent of any state agency without such consent first being obtained.

The purposes, powers and provisions set forth above shall be regarded as independent purposes, powers and provisions, and specification of particular powers of the Corporation is not intended to be, and is not, in limitation of, but is in furtherance of, the powers granted to corporations under the Laws of the State of Florida under and in pursuance of the provisions of which the Corporation is formed; but nothing herein contained shall be construed as authorizing the Corporation to carry on any business or to exercise any power or to do any act which a corporation organized under such Law may not at the time lawfully carry on, exercise or do.

Article IV
Shares

The number of shares of stock shall be 200 common shares no par value.

Article V
Initial Officers/Directors

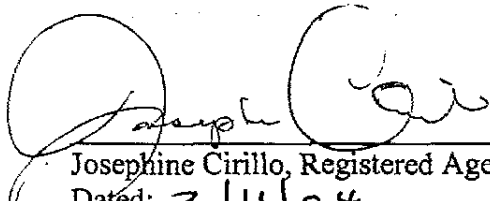
Josephine Cirillo 726 Floyd Street
Englewood Cliffs, NJ 07632

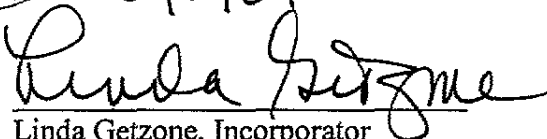
Article VI
Registered Agent

The name and Florida street address of the registered agent is Josephine Cirillo, 1388 Sabal Palm Drive, Boca Raton, FL 33432.

Article VII
Incorporator

The name and address of the Incorporator is Linda Getzone, 211 Westside Avenue, Freeport, NY 11520.


Josephine Cirillo, Registered Agent
Dated: 2/11/04


Linda Getzone, Incorporator
Dated: February 11, 2004

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