

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0191 FAX

CSC networks

MAIL TO:
P.O. Box 5028
TALLAHASSEE, FL 32314

ACCOUNT NO. : 0721000000032

REFERENCE : 524210 83763A

AUTHORIZATION :

Patricia Pyzdek

COST LIMIT : \$ 122.50

ORDER DATE : January 12, 1995

ORDER TIME : 9:20 AM

ORDER NO. : 524210

CUSTOMER NO: 83763A

CUSTOMER: Elliot C. Abbott, Esq
CARLOS & ABBOTT, PA

Suite 1150
999 Ponce De Leon Boulevard
Coral Gables, FL 33134

DOMESTIC FILING

RUSH WILL WAIT

NAME: CONDOR AIR, INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carol M. Hensal

EXAMINER'S INITIALS:

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95 JAN 12 PM 11:53
TALLAHASSEE, FL 32301

DM
1-12-95
02/1

ARTICLES OF INCORPORATION

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such Corporation:

1. The name of the Corporation is:

CONDOR AIR, INC.

2. The mailing address for the corporation shall be 999 Ponce De Leon Blvd., Suite 1150, Coral Gables, Florida 33134.

3. The period of its duration is perpetual.

4. The purpose is to engage in activities or business permitted under the laws of the United States and Florida.

5. The corporation shall have authority to issue 5,000 shares, all of one class, \$1.00 par value.

6. The address of its initial registered office is 999 Ponce De Leon Blvd., Suite 1150, Coral Gables, Florida, 33134, and the name of its initial registered agent at said address is Eliot C. Abbott.

7. The number of directors constituting its initial board of directors is one (1) whose name and address is:

NAME

ADDRESS

Eliot C. Abbott

999 Ponce De Leon Blvd.
Suite 1150
Coral Gables, FL 33134

8. The name and address of the Incorporator is:

NAME

ADDRESS

Eliot C. Abbott


999 Ponce De Leon Blvd.
Suite 1150
Coral Gables, FL 33134

9. Preemptive Rights shall be as follows: The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Shareholders, such of the shares of the stock of this corporation as may be issued for money (money, or any property or services) from time to time, in addition to that stock authorized

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STATE
FLORIDA

(and issued) by the corporation. The preemptive right of any holder is determined by the ratio of the authorized (authorized and issued) shares of common stock held by the holder to all shares of common stock currently authorized (authorized and issued).

DATED this 11th day of January, 1995.



Eliot C. Abbott

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared Eliot C. Abbott, who is to me personally known to be the person described in who has produced Driver License as identification and has subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Miami, in said County and State, this 11th day of January, 1995.


NOTARY PUBLIC
State of Florida
My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR 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:

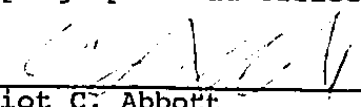
First--that CONDOR AIR, INC., desiring to organize under the
laws of the State of Florida with its principal office, as
indicated in the Articles of Incorporation at Coral Gables, County
of Dade, State of Florida, has named ELIOT C. ABBOTT, 999 Ponce De
Leon Blvd., Suite 1150, Coral Gables, Florida 33134.

(Street address and number of building, post office box
address not acceptable)

City of Coral Gables, County of Dade, State of Florida, as its
agent to accept service of process within this State.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above
stated corporation, at place designated in this certificate. I
hereby accept to act in this capacity, and agree to comply with the
provision of said Act relative to keeping open said office.



Eliot C. Abbott

corplarticles.com

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P95000003211
CONDOR AIR, INC.

January 3, 1996

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Condor Air, Inc./Charter No. P95000003211

Dear Sir or Madam:

This is to advise you that the principal address for the above captioned Florida corporation is no longer 999 Ponce de Leon Blvd., Suite 1150, Coral Gables, Florida 33134. The current address is 240 S.W. 34 St., Ft. Lauderdale International Airport, Ft. Lauderdale, Florida 33315-3603.

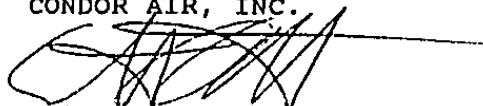
Please change all pertinent records, so that effective immediately, the corporate records for this corporation reflect the following:

CONDOR AIR, INC.
240 S.W. 34 Street
Ft. Lauderdale International Airport
Ft. Lauderdale, Florida 33315-3603

Thank you for your prompt attention to this matter. Should you need anything further or have any questions in connection with this, please call me at (305) 372-2427, at your earliest convenience.

Sincerely,

CONDOR AIR, INC.


Eliot C. Abbott
Sole Director

MIA02/CLART/CLART/203516.51

Apd 1/5/96
RACB 6m