

800-342-8086



ACCOUNT NO. : 000000000000

REFERENCE : 585444 80892A

AUTHORIZATION :

COST LIMIT : \$ 131.25

ORDER DATE : Apr11 26, 1995

ORDER TIME : 9:53 AM

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ORDER NO. : 585444

CUSTOMER NO: 80892A

CUSTOMER: Brian Fink, Esq
CATLIN SAXON TUTTLE AND
EVANS, P.A.
Alfred I. Dupont Bldg., #1700
169 E. Flagler Street
Miami, FL 33131

DOMESTIC FILING

NAME: HUSTA INTERNATIONAL AVIATION,
INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 XX PLAIN STAMPED COPY
 XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS: T. BROWN APR 26 1995

FILED
95 APR 26 PM 3:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
65 APR 26 11:09:07
DEPARTMENT OF COMMUNICATIONS

**ARTICLES OF INCORPORATION
OF
HUSTA INTERNATIONAL AVIATION, INC.**

FILED
95 APR 26 PM 3:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

These articles are filed with the Secretary of State of the State of Florida for the purpose of forming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation, rights, privileges, immunities, and liabilities of corporations for profit.

ARTICLE I - NAME

The name of the corporation shall be:

HUSTA INTERNATIONAL AVIATION, INC.

ARTICLE II - MANAGEMENT BY SHAREHOLDERS

All corporate power shall be exercised exclusively by or under the authority of the shareholders, and the business and affairs of this corporation shall be managed under the direction of the shareholders. The shareholders shall elect the following officers: a President, a Treasurer, and a Secretary, and as many Vice Presidents, Assistant Secretaries, and Assistant Treasurers as the shareholders, from time to time, deem advisable, and any one or more of said offices may be held by the same person. The annual meeting of the corporation shall be held on such date as is provided in the Bylaws of the corporation, which said Bylaws may be amended at any time in accordance with their provisions.

The incorporator shall manage the business of the corporation until there are issued and outstanding shares of stock standing in the names of the shareholders of record.

ARTICLE III - ACTION BY UNANIMOUS CONSENT

The shareholders, by unanimous consent evidenced by a writing included among the minutes of the corporation, may agree to the doing of any act, and such consent in writing as aforesaid shall have the same force and effect as though a formal meeting had been held pursuant to a call being duly made, and as though the said act had been done and authorized, at a meeting at which a quorum had been present.

ARTICLE IV - INITIAL OFFICERS

Until the incorporator or shareholders elect officers and same have been duly qualified, the business of the corporation shall be conducted by the following officers:

President/Treasurer

Joseph Husta

Secretary

Benito Quevedo

ARTICLE V - DURATION

The existence of this corporation shall be perpetual.

ARTICLE VI - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business, including but not limited to: any and all lawful business for which corporations may be incorporated under the laws of Florida.

ARTICLE VII - CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to have outstanding at any time shall be 600 shares, each of the par value of One Dollar (\$1.00) all to be issued, fully paid, and exempt from assessment.

The capital stock of the corporation may be paid for in property, labor, or services at a just valuation to be fixed by the incorporator, or by the shareholders at a meeting called for such

purpose, or at the organizational meeting. Property, labor, or services may also be purchased or paid for with the capital stock at a just valuation of said property, labor, or services to be fixed by the shareholders of the corporation. Stock in other corporations or going businesses may be purchased by the corporation in consideration for the issuance of capital stock of the corporation, the said purchase shall be on such basis and terms and for such consideration as the shareholders shall determine.

ARTICLE VIII - MINIMUM CAPITAL

The amount of capital with which this corporation may begin business shall be in the sum of not less than Five Hundred Dollars (\$500.00).

ARTICLE IX - PRE-EMPTIVE 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 prorata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X - PRINCIPAL PLACE OF BUSINESS

The principal place of business of this corporation shall be located at 15001 N.W. 42nd Avenue, Miami, Florida 33054. This corporation shall have full power and authority, nevertheless, to transact corporate business and to establish corporate offices and corporate agencies at such other places within and without the State of Florida, and in foreign countries, as its shareholders may from time to time authorize.

ARTICLE XI - CORPORATE POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act and such other power as it may possess as a matter of law, all without limitation.

ARTICLE XII - INDEMNIFICATION

This corporation shall indemnify any officer, director, agent, or employee and any former officer, director, agent, or employee, to the full extent permitted by law, including but not limited to indemnification for counsel fees.

ARTICLE XIII - INITIAL REGISTERED AGENT AND OFFICE

The initial registered agent and the street address of the initial registered office of this corporation are:

*H. James Catlin, Jr.
1700 Alfred I. duPont Building
169 East Flagler Street
Miami, Florida 33131*

ARTICLE XIV - AMENDMENT

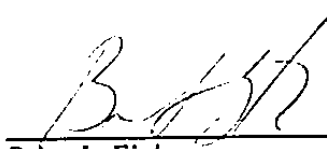
This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XV - INCORPORATOR

The name and address of the person signing these articles of incorporation is:

*Brian L. Fink
1700 Alfred I. duPont Building
169 East Flagler Street
Miami, Florida 33131*

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 25TH day of April, 1995.


_____(SEAL)
Brian L. Fink

STATE OF FLORIDA
COUNTY OF DADE

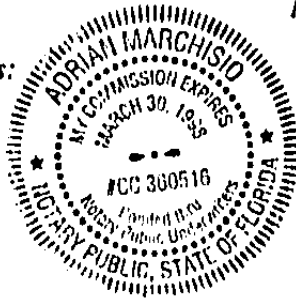
I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, Brian L. Fink, to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that they executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal at Miami, Dade County, Florida this 28TH day of April, 1995.



Notary Public

My Commission expires:



REGISTERED AGENT'S ACCEPTANCE

Having been named to accept service of process for the above-stated corporation, at the place designated in Paragraph XIII of the foregoing Articles of Incorporation, I hereby agree to act in this capacity and agree to comply with the provisions of the Florida Statute relative to keeping open said office.



H. JAMES CATLIN, JR.,
Registered Agent

FILED
95 APR 26 PM 3:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P95000032803

CATLIN, SAXON, TUTTLE AND EVANS, P.A.

1700 ALFRED I. DUPONT BUILDING

100 EAST FLAGLER STREET

MIAMI, FLORIDA 33131-1200

FAX (305) 371-0011

(305) 371-9575

FILED
96 JUN 27 PM 2:28
SECRETARY OF STATE
TALLAHASSEE FLORIDA

June 26, 1996

Secretary of State
Division of Corporations
409 Gaines St.
Tallahassee, Fla. 32399

VIA FEDERAL EXPRESS

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*****35.00 *****35.00

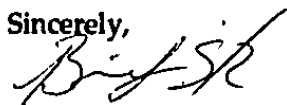
Re: Husta International Aviation, Inc.
Document Number P95000032803

Gentlemen:

I am forwarding to you herewith an original and a copy of the Articles of Amendment of Husta International Aviation, Inc. changing the name of the corporation to Miami Executive Terminal, Inc. Because the original Articles of Amendment are somewhat difficult to read, I have enclosed an unexecuted copy of the Articles of Amendment for your review. Additionally, I am forwarding to you herewith our firm's check number 25629 in the sum of \$35.00 to cover the cost of filing the Articles of Amendment of Husta International Aviation, Inc.

If there is any problem with this submittal or if I can be of any assistance please do not hesitate to call.

Sincerely,



Brian L. Fink

VS JUL 5 1996

N/C

BLF/kbw

Enclosures

FILED
96 JUN 27 PM 28
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF AMENDMENT OF HUSTA
INTERNATIONAL AVIATION, INC.**

In accordance with Section 607.1006 of the Florida Statutes, 1995, Joseph Husta, President of HUSTA INTERNATIONAL AVIATION, INC., hereby certifies as follows:

1. The name of this corporation prior to the filing of this amendment, is HUSTA INTERNATIONAL AVIATION, INC.
2. Article I of this corporation's Articles of Incorporation is hereby amended to read as follows:

ARTICLE I NAME

The name of this corporation shall be:

MIAMI EXECUTIVE TERMINAL, INC.

3. The foregoing amendment was adopted on June 26, 1996
4. The holders of the common stock of this Corporation, were entitled to vote as a single voting group on the foregoing amendment and the number of votes cast for the amendment by such voting group was sufficient for approval.

IN WITNESS WHEREOF, the undersigned corporation has caused these Articles of Amendment to be executed by its duly authorized officers this 26 day of JUNE, 1996.

HUSTA INTERNATIONAL AVIATION, INC.
n/k/a MIAMI EXECUTIVE TERMINAL, INC.

By: Joseph Husta

Joseph Husta, President

Attest: Benito Quevedo

Benito Quevedo, Secretary