

P96 000001435

LAW OFFICE

DAVID HARRIS SINGER

PARKSIDE PLAZA
18120 N.W. 18TH STREET
MIAMI, FLORIDA 33188

TELEPHONE
(305) 251-0501

TELEFAX
(305) 251-0741

December 19, 1995

Secretary of State
State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32301

500001667595
-12/21/95--01029--014
****122.50 ****122.50

Re: Articles of Incorporation
Aviation Software Group, Inc.
Our file no. 16861

Dear Sir:

Enclosed herein, please find the original and one copy of the Articles of Incorporation for the above referenced corporation. Please cause the original to be recorded among the records of your department and please stamp the copy and return to us with a Certificate of Incorporation.

Additionally, please find enclosed herein, our trust account check number 50750 in the amount of \$122.50 payable to your order which represents the costs of the aforesaid Articles of Incorporation that your office requires.

Sincerely yours,

David H. Singer
DAVID H. SINGER
For the Firm

DHS:ne
Enc.

T.A.CK# 50750

95 DEC -5 PM 1:15
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

GB 12/29/95



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED

96 JAN - 5 PM 11:15

SECRETARY OF STATE
TALLAHASSEE FLORIDA

December 28, 1995

DAVID HARRIS SINGER, ESQUIRE
13320 SW 128TH ST
MIAMI, FL 33186

SUBJECT: AVIATION SOFTWARE GROUP, INC.
Ref. Number: W95000025049

We have received your document for AVIATION SOFTWARE GROUP, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6931.

Garrett Blanton
Document Specialist

Letter Number: 595A00055544

ARTICLES OF INCORPORATION
OF
AVIATION SOFTWARE GROUP, INC.

FILED
95 DEC 29 PM 1:15
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscriber to these Articles of Incorporation, each a natural person, competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida, Florida Statutes 607.001 et. seq., and the corporation so formed shall be for profit.

ARTICLE I-NAME

The name of the corporation shall be: AVIATION SOFTWARE GROUP, INC.

ARTICLE II-TERM OF EXISTENCE

This corporation is to exist perpetually and shall commence at the time of filing these Articles.

ARTICLE III-NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation shall be development of computer software, consulting and computer programming and all other business now or in the future lawful in the State of Florida or any other jurisdiction where the corporation transacts business.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property or instruments to secure the payment of corporate indebtedness.

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses in the State of Florida and in all other

Jurisdiction, states and countries.

To purchase the assets of other corporations and to engage in the business of that corporation or other business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage pledge, or otherwise acquire or dispose of the shares of capital stock of, any bonds, securities, or other evidence of indebtedness created by any corporation of the State of Florida or any other state or government, and while the owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE IV-CAPITAL STOCK

The corporation is authorized to have outstanding at any one time twenty-five thousand (25,000) shares of stock having a par value of \$.01 (one cent) per share, all of the same class.

ARTICLE V-INITIAL PRINCIPAL OFFICE

The initial principal office and mailing address of the corporation shall be: c/o Richard Meussner, P.O. Box 654826, Miami, Florida 33265.

ARTICLE VI-INITIAL REGISTERED OFFICE

The initial registered office of the corporation shall be: c/o DAVID H. SINGER, Esq., 13320 SW 128th Street, Miami, Florida, 33186.

ARTICLE VII-INITIAL REGISTERED AGENT

The initial registered agent upon whom service of process shall be made is: DAVID H. SINGER, Esq., 13320 SW 128th Street, Miami, Florida, 33186.

ARTICLE VIII-INITIAL DIRECTORS

This corporation shall have five (5) directors initially. The

-3-


number of directors may be increased from time to time by the by-laws adopted by the stockholders. The names and post office addresses of the members of the first board of directors are: JOSE ALMEIDA, 15 Morninguido Drive, Coral Gables, Florida 33133; SUSAN HOWE, 6465 S. Mitchell Manor Circle, Miami, Florida 33156; LIDIA JUNCO, 1610 Costado Street, Coral Gables, Florida 33134; Richard Moussner, 5216 SW 102nd Place, Miami, Florida 33165; and HENRY PARRA, 4319 SW 156th Place, Miami, Florida 33185.

ARTICLE IX-INCORPORATORS

The name and post office address of the incorporator is: DAVID H. SINGER, 13320 SW 128th Street, Miami, Florida, 33186.

ARTICLE X-AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by a majority of the stockholders entitled to vote thereon.



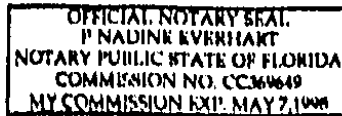
DAVID H. SINGER

STATE OF FLORIDA)
) ss
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared DAVID H. SINGER personally known to me and who after first being duly sworn says that he is the incorporator (subscriber) in and he executed the foregoing Articles of Incorporation and acknowledged that he subscribed to these Articles of Incorporation.

-4-

WITNESS my hand and seal in the county and state aforesaid
this 19th day of December, 1995.



Nadine Everhart

NOTARY PUBLIC, State of Florida

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been named to accept service of process for the above
stated corporation, at the place designated in these Articles of
Incorporation, I hereby accept to act in that capacity and agree
to comply with applicable law.

D. H. Singer

DAVID H. SINGER

16861-12/19/95(mod)

FILED
96 JAN-5 PM 1:15
SECRETARY OF STATE
TALLAHASSEE FLORIDA

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service _____ Two Day Service _____

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: Aviation Software Group, Inc.

	O.C. FEE.	DISBURSED
Capital Express™		
Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
() Cert. Copy(s)		

Art. of Amend. File		
✓ Dissolution/Withdrawal		
C U S-		
Fictitious Name File		

Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		

Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		

UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, _____ Copies		

Coupler Service		
Shipping/Handling		
Priority		
Top Priority		
Express Mail Prep.		
FAX () _____		
pgs. _____		

Name _____
Availability _____
Document Examiner _____
Update _____
Verify _____
Acknowledgment _____
W.P. Verifier _____

TOTALS _____

RECEIVED
97 APR 15 PM 1:54
DIVISION OF CORPORATE AFFAIRS
TALLAHASSEE, FL 32301

TAX on corporate supplies	
SUBTOTAL	
PREPAID	
BALANCE DUE	

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	4-15-97		
TIME	9:14		
BY	CSB		

WALK-IN
Will Pick Up _____

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

**ARTICLES OF DISSOLUTION
OF
AVIATION SOFTWARE GROUP, INC.**

FILED
97 APR 15 PM 1:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


Pursuant to section 607.1403 of the Florida Business Corporation Act ("Act"), this Corporation submits these Articles of Dissolution:

FIRST: The name of the Corporation is Aviation Software Group, Inc., a Florida corporation ("Corporation"). The Corporation's document number is P96000001435.

SECOND: Dissolution of the Corporation was authorized on April 14, 1997 by unanimous written consent of the shareholders of the Corporation, pursuant to section 607.0704 of the Act.

THIRD: The number of votes cast by the shareholders for dissolution was sufficient for approval.

Signed this 14 day of April, 1997.

By: 
Henry Parra, Vice President, Director,
and Shareholder of Aviation Software
Group, Inc.