

CEBAR KUDJA
CERTIFIED PUBLIC ACCOUNTANT

8238 West 14th Court, Hialeah, Florida 33014
(305) 820-8370

RECEIVED
96 FEB 22 AM 10:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA

100001721801
-02/22/96--01091--004
*****87.50 *****87.50

February 20, 1996

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

Re: New Filing
Florida Corporation

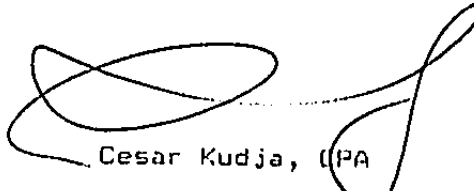
Gentlemen:

Enclosed please find the "The Articles Of Incorporation" of Mercury Aero Services, Inc., together with our Ck No. 754 in the amount of \$ 87.50; to cover the filing fees of this new corporation.

Would you please mail the Articles certified copy to the above address.

Thank you for your considerate attention.

Very truly yours


Cesar Kudja, CPA

Encls.
CK:cm

GB 2/23/96

ARTICLES OF INCORPORATION
OF
MERCURY AERO SERVICES, INC.

THE UNDERSIGNED have executed the following document for the purpose of forming the above named Corporation under the laws of the State of Florida, and as incorporator, hereby adopts the following Articles of Incorporation.

ARTICLE ____ I
NAME

The name of the Corporation shall be:
Mercury Aero Services, Inc.

ARTICLE __ II
DURATION

The Corporation shall exist perpetually unless dissolved according to law.

ARTICLE __ III
CORPORATE PURPOSE

The corporation is being organized for the transaction of any and all lawfull busines permitted under the laws of the UNITED STATES OF AMERICA and the STATE OF FLORIDA.

ARTICLE __ IV
CAPITAL STRUCTURE

The aggregate number of shares which the corporation shall have the authority to issue is the total sum of FIVE HUNDRED SHARES (500 Shares) of ONE DOLLAR (\$1.00) par value each which shall be designated as "Common Shares."

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE __ V
INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial Registered Agent and the initial Registered Office of this corporation shall be:

Constantino R. Guerrero
3990 SW 2nd. Terr.
Miami, FL 33134

ARTICLE VI
CORPORATION PLACE OF BUSINESS

The principal place of business for the corporation shall be:
3990 SW 2nd. Terr.
Miami, FL 33134

ARTICLE VII
INITIAL BOARD OF DIRECTORS AND OFFICERS

The initial Board of Directors shall consist of a total of one person, who need not be resident of the State of Florida or shareholder of the corporation. 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.

The name(s) and address of those persons who are to serve as initial directors are:

Constantino R. Guerrero
3990 SW 2nd. Terr.
Miami, FL 33134

The names of the first officers of the corporation, to hold office until their successors are elected are:

Constantino R. Guerrero : President
Maria M. Reyes : Secretary-Treasurer

ARTICLE VIII
RESTRICTION ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amounts set opposite their names:

<u>NAME</u>	<u>No. of Shares</u>	<u>Consideration</u>
Constantino R. Guerrero	500 Shares	\$ 500.00

ARTICLE IX
BY-LAWS

The power to adopt, alter, amend or repeal the by-laws shall be vested in the Board of Directors and Shareholders.

ARTICLE X
INCORPORATOR

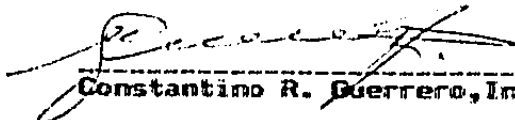
The name and address of the incorporator executing these Articles of Incorporation is:

Constantino R. Guerrero
3990 SW 2nd. Terr.
Miami, FL 33134

ARTICLE XI
INDEMNIFICATION

The corporation shall indemnify any officer and/or director, or any former officer and/or director to the full extent permitted by law for any threatened pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (including one in the right of the corporation to procure judgement in its favor) by reason of the fact that he or his testator or intestate, is or was director, officer, employee or agent of the corporation.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed of these Articles of Incorporation at Miami, Florida, on this 20th. day of February, 1996.

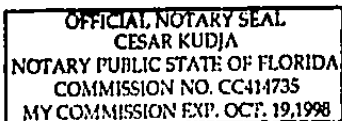

Constantino R. Guerrero, Incorporator

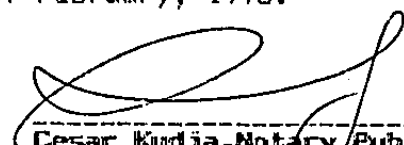
STATE OF FLORIDA)
)SS
COUNTY OF DADE)

BEFORE ME, a notary public, authorized to take acknowledgements in the State and County set forth above, personally appeared Constantino M. Guerrero, known by me to be the person who executed the foregoing Articles of Incorporation of Mercury Aero Services, Inc. and who is described in said certificate as the incorporator of said corporation, and he acknowledged before me that he executed the same for the purpose herein expressed.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal, in the State and County aforesaid, this 20th. day of February, 1996.

My commission expires:




Cesar Kudja, Notary Public
State of Florida at Large

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

In compliance with Chapter 48.091, Florida Statutes, the following is submitted:

First: That Mercury Aero Services, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business, as indicated in the Articles of Incorporation, at the City of Miami, County of Dade, State of Florida, has named its agent to accept service of process within the State the following individual:

Constantino R. Guerrero
3990 SW 2nd. Terr.
Miami, FL 33134

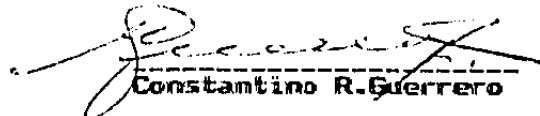


Maria M. Reyes, Secretary-Treasurer

ACKNOWLEDGEMENT:

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 provisions of said Act, relative to keeping open said office.

Signed this 20th. day of February, 1996.



Constantino R. Guerrero