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Michael S. Hacker

Suite 3800

First Union Financial Center
200 South Biscayne Boulevard
Miami, Florida 33131-2310

U.S.A.

12 March, 1996

Submitted to Practice:

U.S. Supreme Court
State of Florida
District of Columbia

U.S. District Courts at:

Miami, Florida
Washington, D.C.
Chicago, Illinois
Orlando, Florida
Milwaukee, Wisconsin
Pittsburgh, Pennsylvania
Hammond, Indiana
Phoenix, Arizona

U.S. Courts of Appeal at:

San Francisco, California
Washington, D.C.
Chicago, Illinois
Atlanta, Georgia
New Orleans, Louisiana
New York, New York
Denver, Colorado
Cincinnati, Ohio
St. Louis, Missouri
Richmond, Virginia
Philadelphia, Pennsylvania
Boston, Massachusetts

U.S. Tax Court

U.S. Customs Court

U.S. Court of Claims

U.S. Military Appeals Court

Secretary of State
Division of Corporations
Tallahassee, Florida

Re: Articles of Incorporation

JRM AIRCRAFT MAINTENANCE CORPORATION

Dear Sir:

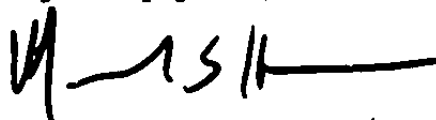
Enclosed herewith please find Articles
of Incorporation for your issuance of a
charter.

Upon completion of same, please forward
to me a copy of your completed work.

We enclose herewith your fees for same.

Thank you very much for your cooperation.

Very truly yours,



MICHAEL S. HACKER

MSH:j
encs.

Litigation
International

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(305) 371-4286

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(305) 371-4288

Automobile:
(305) 965-1400

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U.S. DEPT. OF STATE
TELETYPE UNIT
WASHINGTON, D.C.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
JRM AIRCRAFT MAINTENANCE CORPORATION

The undersigned subscribers 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.

ARTICLE I

The name of the Corporation is:

JRM AIRCRAFT MAINTENANCE CORPORATION

ARTICLE II

The general nature of the business and the objects and purposes of this Corporation are as follows:

1. To do contract services. To do technical services on a temporary basis. To furnish manpower on a temporary/hourly, weekly, monthly, or annual basis. To maintain and repair aircraft of all types and natures in the State of Florida and elsewhere around the world. To render assistance, expertise, technical advise and technical consultations with regard to maintenance of aircraft, or manpower needed to maintain aircraft, "as needed". To exclude line maintenance.

2. To guarantee the payment of dividends or interest on any shares, stocks or debentures or the securities issued, or any other contracts or obligations of this Corporation described as aforesaid whenever proper or necessary for the business of the corporation; provided the required authority be first obtained which shall require a majority approval by the shareholders; always subject to the limitations herein proscribed.

3. To acquire by purchase or otherwise own, hold, buy, sell, convey, lease, mortgage or encumber real estate or other property.

4. To further do and perform and cause to be done or performed, each, any and all of the acts and things insofar as the same may be incidental to or included in any or all of the general powers given. Provided that the various powers above enumerated shall be exercised by the said Corporation only in the manner and to the extent that the same may be authorized.

5. The said Corporation may perform any part of its business outside the State of Florida in other States or Colonies of the United States and Foreign Countries.

ARTICLE III

The maximum number of shares that this Corporation is authorized to have outstanding at any one time is 10,000 shares, \$1.00 Par value stock.

ARTICLE IV

The amount of capital with which this Corporation will begin business is Five Hundred (\$500.00) Dollars.

ARTICLE V

The Corporation shall have a perpetual existence.

ARTICLE VI

The initial port office address of the principal place of business of this Corporation in the State of Florida is: 4451 Northwest 36 Street, Suite 106, Miami Springs, Florida 33166. The name and post office address of the Registered Agent is: Michael S. Hacker, Esq., Suite 3800, First Union Financial Center, 200 South Biscayne Boulevard, Miami, Florida 33131.

ARTICLE VII

This Corporation shall have three (3) Directors initially. The number of Directors may increase or diminish from time to time by bylaws adopted by the stockholders but shall never be less than one.

ARTICLE VIII

The name(s) and post office address(es) of the First Board of Directors(s) of this Corporation shall be:

ROLANDO DUARTE,
President

461 Southwest 89 Court
Miami, Florida 33174

JOSE L. CRUZ
Vice President

6735 West 6 Avenue
Hialeah, Florida 33012

MIGUEL A. VILLACORTA
Secretary/Treasurer

10233 Southwest 120 Street
Miami, Florida 33176

ARTICLE IX

The name and post office address of each subscriber and the number of shares of stock which each agree to take therefor are:

		<u>Shares</u>
ROLANDO DUARTE, President	461 Southwest 89 Court Miami, Florida 33174	3333 1/3
JOSE L. CRUZ Vice President	6735 West 6th Avenue Hialeah, Florida 33012	3333 1/3
MIGUEL A. VILLACORTA Secretary/Treasurer	10233 Southwest 120 Street Miami, Florida 33176	3333 1/3

ARTICLE X

The Corporation shall have the further right and power to:

1. From time to time to determine the time and place that the books of this Corporation shall be open for inspection.

2. The Corporation may in its bylaws, confer powers upon its Board of Directors or Officers in addition to the foregoing, and in addition to the power authorized and expressly conferred by statute.

3. All Stockholders and Directors shall have power, as the bylaws so provide, to hold their respective meetings at such places as may from time to time be designated by the Board of Directors; and to have one or more officers within or without the State of Florida to keep the books of the Corporation (subject to the provisions of the Statutes) outside of the State of Florida.

4. The Corporation reserves the right to amend, alter, change, or repeal any provisions contained in the Certificate of Incorporation in the manner now and hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

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

FILED
56 MAR 22 AM 11:15
CLERK OF DISTRICT COURT
JULIA A. BROWN

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

Desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at Miami, Dade County, Florida, MICHAEL S. HACKER, ESQUIRE, located at Suite 3800, First Union Financial Center, 200 South Biscayne Boulevard, Miami, Florida 33131, is hereby appointed its agent to accept service.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at the 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.



**MICHAEL S. HACKER
Registered Agent**