

JUN-26 1996 11113  
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EMPIRE CORPORATE KIT  
FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET  
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY  
STATE OF FLORIDA  
100 EAST BAKER STREET SUITE 200  
MALLASSEE, FL 32399 MIAMI FL 33135-  
FAX: (904) 922-4000 CONTACT: RAY STORMONT  
PHONE: (305) 541-3694  
FAX: (305) 541-3770

(((H9600000888))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: AVIATION INVENTORY RESOURCE CORP.  
FAX AUDIT NUMBER: H96000008888 CURRENT STATUS: REQUESTED  
DATE REQUESTED: 06/26/1996 TIME REQUESTED: 10:52:24  
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0  
NUMBER OF PAGES: 5 METHOD OF DELIVERY: FAX  
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072450003255

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6/26/96

6/26

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96 JUN 26 PM 3:26  
SECRETARY OF STATE  
TALLAHASSEE, FL 32399

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96 JUN 25 AM 11:53

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JUN-26-1996 11:13

EMPIRE CORPORATE KIT  
ARTICLE OF INCORPORATION

P.18/21

OF  
AVIATION INVENTORY RESOURCE CORP.

EFFECTIVE DATE  
7/25

ARTICLE I - NAME

The name of the Corporation is AVIATION INVENTORY RESOURCE CORP..

ARTICLE II - DURATION

The date when the Corporation's existence shall begin shall be the date of subscription and acknowledgment stated herein if this Certificate of Incorporation or Articles of Incorporation are filed within five (5) days, exclusive of legal holidays, after subscription and acknowledgment hereof, and are subsequently approved by the Secretary of State, and all filing fees and taxes paid; otherwise, it shall be the date when the Articles of Incorporation are filed in the Office of the Secretary of State and approved. The Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States of America and the State of Florida.

Murray N. Shepard, Esq.  
Shepard, Leskar & Levine, P.A.  
409 S.E. 7th Street  
Fort Lauderdale, FL 33301  
(954) 467-8660  
Florida Bar No. 359750

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96 JUL 26 PM 3:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1000) shares of \$1.00 Par Value Common stock.

ARTICLE V - PREEMPTIVE RIGHTS

After the initial issue of common stock of this Corporation, 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 pro rata share of stock of this Corporation (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is Shepard, Leskar & Levine, P.A., 409 S.E. 7th Street, Ft. Lauderdale, Florida 33301, and the name of the initial Registered Agent of this Corporation is Murray E. Shepard, Esq.

ARTICLE VII - FIRST BOARD OF DIRECTORS

This Corporation's first Board of Directors shall consist of Three (3) Directors. The number of Directors may be either increased or decreased from time to time by the By-Laws, but shall never be less than One (1). The name and address of the initial Board of Directors of this Corporation are:

CHRIS WASH (President)  
4472 N.E. 11th Avenue  
Oakland Park, Florida 33334

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EMPIRE CORPORATE KIT  
Danny Navarro (Vice President)  
4472 N.E. 11th Avenue  
Oakland Park, Florida 33334

P.20/21

Richard Cantin (Secretary/Treasurer)  
4472 N.E. 11th Avenue  
Oakland Park, Florida 33334

ARTICLE VIII - CORPORATE ADDRESS

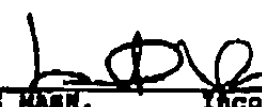
The initial address of the corporation shall be 4472 N.E. 11th Avenue, Oakland Park, Florida 33334.

ARTICLE IX - INCORPORATOR

The name and address of the persons signing these Articles of Incorporation is:

CHRIS MASH  
4472 N.E. 11th Avenue  
Oakland Park, Florida 33334

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 25 day of June, 1996.

  
CHRIS MASH, Incorporator

STATE OF FLORIDA :  
COUNTY OF BROWARD :

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared June Porter, known to me to be the person who executed the foregoing Articles of Incorporation, and who produced personally known as identification and who did not take an oath.

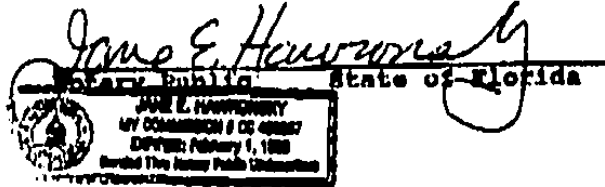
IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid, this 25 day of June, 1996.

JUN-26-1996 11:14

EMPIRE CORPORATE KIT

P.21/21

My Commission Expires:



**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for AVIATION INVENTORY RESOURCE, CORP. as designated in the Articles of Incorporation, Murray E. Shepard, Esq., agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such office.  
Date: June 25, 1996.

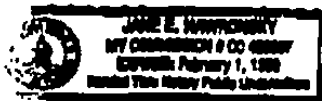
Murray E. Shepard, Esq.

STATE OF FLORIDA :  
COUNTY OF BROWARD :

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State of Florida and County set forth above, personally appeared Murray E. Shepard, Esq., known to me to be the person who accepted this designation as Registered Agent of the aforesaid corporation, and who is personally known to me or has produced personally known as identification and who did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid, this 25 day of June, 1996.

My Commission Expires:



Jane E. Hawronsky  
Notary Public State of Florida

-4-

FILED  
JUN 26 PM 3:35  
TALLAHASSEE STATE  
INVESTMENT

P9600054547



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

July 31, 1996

Chris Mash  
4472 N.E. 11<sup>th</sup> Avenue  
Oakland Park, FL 33334

SUBJECT: AVIATION INVENTORY RESOURCE CORP.  
REFERENCE NUMBER: P96000054547

Dear Sir/Madam:

This is to advise you that through error your corporation under the name of AVIATION INVENTORY RESOURCE CORP. was filed on June 26, 1996. We already have a corporation that was filed on April 10, 1995 under the name of AVIATION INVENTORY RESOURCES, INC.

Therefore, because of the similarity of names, it is requested that you amend the name of your corporation to make it distinguishable from the earlier filed entity. I have enclosed guidelines for your convenience in preparing the amendment. There will be no fee charged for the filing of this amendment.

I apologize for this inconvenience and trust that you will get the amendment properly filled out and returned to my attention as quickly as possible so that we can get our records corrected.

Please return your document, along with a copy of this letter.

Sincerely,

Loria Poole, Document Specialist  
Department of State - New Filing Section  
(904) 487-6934

P96000054547

AUG-08-1996 15:02  
EMPIRE CORPORATE KIT  
PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET  
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY  
DEPARTMENT OF STATE 1492 W FLAGLER ST  
STATE OF FLORIDA SUITE 200  
400 EAST GAINES STREET MIAMI FL 33135-  
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT  
FAX: (904) 922-4000 PHONE: (305) 541-3694  
FAX: (305) 541-3770

(((H96000011054))) DOCUMENT TYPE: BASIC AMENDMENT  
NAME: AVIATION INVENTORY RESOURCE CORP.  
FAX AUDIT NUMBER: H96000011054 CURRENT STATUS: REQUESTED  
DATE REQUESTED: 08/08/1996 TIME REQUESTED: 15:07:41  
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0  
NUMBER OF PAGES: 2 METHOD OF DELIVERY: FAX  
ESTIMATED CHARGE: \$87.50 ACCOUNT NUMBER: 072460003255

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96 AUG -8 PM 3:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Original  
Linda*

76 AUG -8 PM 3:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Murray E. Shepard  
 51404 S.E. 7th St.  
 Ft. Lauderdale, FL 33301  
 (954) 467-8660  
 FL. Bar No. 359750


ARTICLES OF AMENDMENT  
 OF  
AVIATION INVENTORY RESOURCE CORP.

FILED  
 96 AUG -8 PM 3:50  
 SECRETARY OF STATE

ARTICLE I - The name of the corporation as it appears on its original Articles of Incorporation is AVIATION INVENTORY RESOURCE CORP.

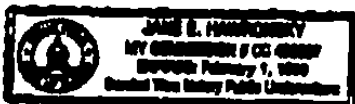
ARTICLE II - The Articles of Incorporation are hereby amended to change the name of the corporation to AMERICAN INVENTORY RESOURCE CORP.


ARTICLE III - The Amendment to change the name of the corporation was adopted by the Board of Directors and Shareholders of the corporation on August 1, 1996.

  
 Chris Nash President

STATE OF FLORIDA :  
 :  
 COUNTY OF BROWARD :

ACKNOWLEDGED before me this 8 day of August, 1996 by Chris Nash, as President of AVIATION INVENTORY RESOURCE CORP. n/k/a AMERICAN INVENTORY RESOURCE CORP., who is personally known to me or who produced Personally Known as identification and who did not take an oath.



  
 Notary Public State of Florida  
 My Commission Expires: \_\_\_\_\_