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7/15/96 LORIAN DIVISION OF CORPORATIONS PUBLIC ACCESS SYSTEM 11:20 AM
(((H98000009790))) ELECTRONIC MAILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W. FLAGLER ST.
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33136-0000
TALLAHASSEE, FL 32389 CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (904) 922-4000 FAX: (305) 541-3770

(((H98000009790))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: AGA AVIATION, INC.
FAX AUDIT NUMBER: H98000009790 CURRENT STATUS: REQUESTED
DATE REQUESTED: 07/15/1996 TIME REQUESTED: 11:20:00
CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 7 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$70.00 ACCOUNT NUMBER: 072450003255

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96 JUL 15 PM 2:45
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TALLAHASSEE, FLORIDA

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96 JUL 15 PM 1:29

Handwritten signature/initials

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96 JUL 15 PM 2:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
AGA AVIATION, INC.

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights duties and obligations, of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be: AGA AVIATION, INC.

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business and mailing address of this corporation shall be: 2423 STATE ROAD 7 SUITE 389 BOCA RATON FLORIDA 33498

ARTICLE IV

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

- (1) Transact any and all lawful business.
- (2) Said corporation shall further have powers:

To have perpetual succession by its corporate name;

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

RAY STORMONT
EMPIRE CORPORATE KIT COMPANY
1492 West Flagler Street # 200
Miami, Florida 33135-2209
(305) 541-3694

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To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute S607.141;

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration;

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To make donations for the public welfare or for charitable, scientific, or educational purposes;

To transact any and all lawful business which the board of directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary or convenient to effect its purposes;

To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute §607.014;

ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue is the total sum of 100 shares, having an individual par value of \$.01

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.

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ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be: **GEORGE ANDRIS 9550 ISLAMORADA TERRACE BOCA RATON FLORIDA 33496**

ARTICLE VII

The initial board of Directors shall consist of a total of 1 person(s) and the name and address of the person(s) who are to serve as an initial director(s) is:

**PRES./SEC./TREAS.
ANDREW G. ANDRIS
9550 ISLAMORADA TERRACE
BOCA RATON FLORIDA 33496**

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ARTICLE VIII

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

EMPIRE CORPORATE KIT OF AMERICA, INC.
1492 W. FLAGLER STREET #200
MIAMI FLORIDA 33135

The undersigned has executed these Articles of Incorporation this 15 day of JULY, 1996.



Incorporator
RAY C. STORMONT FOR
EMPIRE CORPORATE KIT OF AMERICA, INC.

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

H960 00009790

First time AGA AVIATION, INC.

(Name of Corporation)

desiring to organize under the laws of the State of FLORIDA

(Florida)

with its principal office, as indicated in the articles of incorporation has named GEORGE ANDRIS

(Name of Registered Agent)

located at 9550 ISLAMORADA TERRACE

(PO BOX not Acceptable)

City of BOCA RATON, County of PALM BEACH

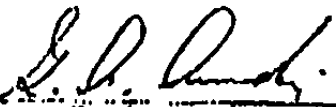
(City)

(County)

State of Florida, as its agent to accept service of process within this state.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE



Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33136-00-
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
FAX: (904) 922-4000 PHONE: (305) 541-3894
FAX: (305) 541-3770

DOCUMENT TYPE: BASIC AMENDMENT
NAME: AGA AVIATION, INC.
FAX AUDIT NUMBER: H96000010525 CURRENT STATUS: REQUESTED
DATE REQUESTED: 07/30/1990 TIME REQUESTED: 13:10:31
CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0
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JUL 20 1996

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

AGA AVIATION, INC.
PA6000059087
(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE III is hereby amended to read as follows:
The principal place of business and mailing address of the Corporation is 20423 STATE ROAD 7 Suite 389, BOCA RATON, FLORIDA 33498

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

Scott Rose, Esq. (FBN. 320277)
(561) 391.6200 999 SW 17 St.
Boca Raton 33486

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THIRD: The date of each amendment's adoption: July 27th 1996

FOURTH: Adoption of Amendment(s) (check one)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
(voting group)

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 28th day of July, 1996

Signature Andrew G. Andris, Pres. + Director
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

ANDREW G. ANDRIS

Typed or printed name

President, Director

Title

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George A. Andris
9550 Islamorada Terr.
Boca Raton Fl. 33496
Tel. 561-8529450

Date: Feb. 3, 1997

Florida Dep't of State
Divisions of Corporations
P.O. Box 6327
Tallahassee Florida 32314

Ref: Dissolution of Corporation.

The undersigned George A. Andris, Registered Agent of the Corporation, under the name A.G.A. AVIATION Inc., hereby submit an ARTICLE OF DISSOLUTION form 607.1401, and ask for the dissolution of the above corporation as of Feb. 3, 1997. Enclosed please find the Articles of Dissolution form, and a check of \$35.00. Thank you.

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

Sincerely yours



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DIVISION OF CORPORATIONS
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ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: AGA AVIATION INC.

SECOND: The articles of incorporation were filed on: JULY 15, 1996

THIRD: (CHECK ONE)

None of the corporation's shares have been issued.

The corporation has not commenced business.

FOURTH: No debt of the corporation remains unpaid. None

FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued. None issued

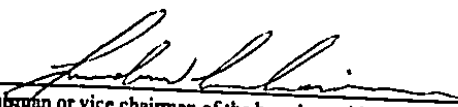
SIXTH: Adoption of Dissolution (CHECK ONE)

A majority of the incorporators authorized the dissolution.

A majority of the directors authorized the dissolution.

Signed this 3rd day of ~~January~~ FEBRUARY, 1997.

Signature


(By the chairman or vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.)

ANDREW G. ANDRIS

(Typed or printed name)

President and Chairman of the Board
(Title)

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