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LAW OFFICES
TAYLOR, BRION, BUKER & GREENE

Please reply to:
700 N.E. 90 Street, Suite B
Miami, FL 33138
Tel: (305)759-7800
Fax: (305)759-1743

September 11, 1996

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

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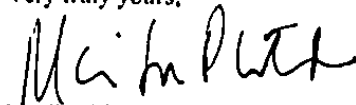
Re: KRJ Aviation, Inc.

To Whom It May Concern:

Enclosed for filing please find original and one copy of Articles of Incorporation for KRJ Aviation, Inc. Also enclosed is check in the amount of \$70.00 as filing fee and designation of registered agent. Please return the copy of the Articles with a stamped date of filing in the stamped return envelope provided.

Thank you for your kind attention to this matter.

Very truly yours,


Marilyn Plantada, Secretary to
Robert J. Paterno

/mp
Encls.
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SEP 16 1996

ARTICLES OF INCORPORATION

The undersigned Incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: The name of this corporation is:

KRJ AVIATION, INC.

ARTICLE II: The principal office and mailing address of the corporation shall be: 700 N.E. 90 Street, Miami, Florida 33138.

ARTICLE III: This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under Chapter 607 of the Florida Statutes.

ARTICLE IV: The corporation is authorized to issue 7,500 shares of common stock, par value \$1.00 per share.

ARTICLE V: The name of the initial registered agent, and the street address of the initial registered office, of the corporation are: Robert J. Paterno, c/o Taylor, Brion, Buker & Greene, 700 N.E. 90 Street, Miami, Florida 33138.

ARTICLE VI: The number of directors may be increased or decreased from time to time as provided in the by-laws of the corporation. The name and address of the initial director of the corporation is: Robert J. Paterno, 700 N.E. 90 Street, Miami, Florida 33138.

ARTICLE VII: The name and address of the Incorporator of the corporation is: Robert J. Paterno, 700 N.E. 90 Street, Miami, Florida 33138.

ARTICLE VIII: The corporation shall indemnify its officers, directors, employees and agents to the fullest extent permitted by law.

ARTICLE IX: The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 11/14 day of September, 1996.


Robert U. Paterno,
Incorporator

STATE OF FLORIDA)
 :
COUNTY OF DADE)

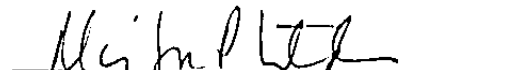
Before me, notary public authorized to take acknowledgements in the State and County seat above, personally appeared Robert J. Paterno, is personally known to me and who did (did not) take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 11/14 day of September, 1996.

My commission expires:



MARILYN PLANTADA
COMMISSION # CC482649 EXPIRES
August 17, 1999
BONDED THRU TROY FAIR INSURANCE, INC.


Notary Public
State of Florida

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned hereby accepts the appointment as registered agent contained in the foregoing Articles of Incorporation.


Robert J. Paterno

SEP 16 1996