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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
James D. Tyre, Jr.
27825 SW 161 Avenue
Homestead, Florida 33031
October 25, 1996

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32301

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****122.50 ****122.50

RE : Redland Aviation, Inc.

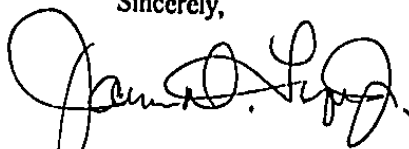
Dear Sir/Madam:

Relative to the above proposed Florida Corporation, I enclose original Articles of Incorporation and Acceptance of Registered Agent. Please return one certified copy of the Articles to the above Address.

I also enclose a check in the amount of \$122.50 to cover all filing fees.

Thank you.

Sincerely,



James D. Tyre, Jr.

Enclosures

PK
10/30/96

ARTICLES OF INCORPORATION

OF

REDLAND AVIATION, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME AND ADDRESS. The name and address of this corporation shall be, REDLAND AVIATION, INC., and its principal office is located at 21400 SW 190 Avenue, Miami, Florida 33187.

ARTICLE II. DURATION. This Corporation is to exist perpetually.

ARTICLE III. PURPOSE. This corporation is organized for the Purpose of the transaction of any lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV. CAPITAL STOCK. This corporation is authorized to issue five thousand (5,000) shares of common stock at \$1.00 per share.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT. The street address of the initial registered office of this corporation is 27825 SW 161 Avenue, Homestead, Florida 33031, and the name of the initial Registered Agent of this corporation is James D. Tyre, Jr.

ARTICLE VI. INITIAL BOARD OF DIRECTORS. This corporation shall have two (2) directors initially. 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 (1). The name and address of the initial directors are: James D. Tyre, Jr., 27825 SW 161 Avenue, Homestead, Florida 33031 and Catherine L. Skinner 21400 SW 190 Avenue, Miami, Florida 33187.

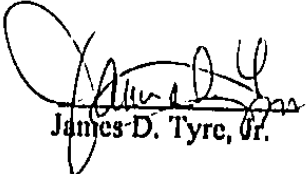
ARTICLE VII. INCORPORATOR. The name and address of the person signing these Articles of Incorporation is: James D. Tyre, Jr., 27825 SW 161 Avenue, Homestead, Florida 33031.

ARTICLE VIII. INITIAL SHAREHOLDERS. Shares of capital stock of this corporation shall be issued initially to the following person in the amount set opposite their name:

Catherine L. Skinner	51
James D. Tyre, Jr.	49

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

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


James D. Tyre, Jr.

STATE OF FLORIDA
COUNTY OF DADE

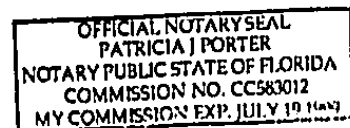
BEFORE ME, the undersigned authority, personally appeared James D. Tyre, Jr., who acknowledged before me that he executed these Articles of Incorporation for the reasons and purposes therein stated and that they are true and correct.

SUBSCRIBED AND SWORN TO this 25th day of October, 1996.


Notary Public

My Commission Expires:

Personally Known X or produced identification _____
Type of Identification Produced _____



ACCEPTANCE OF REGISTERED AGENT

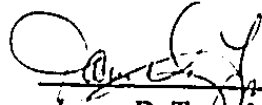
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Having been named as Registered Agent to accept service of Redbird Aviation, Inc., as designated in these Articles, I hereby accept and agree to act in this capacity and to comply with the provisions of said Act relative to keeping said office open.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DATED This 25th day of October, 1996


James D. Tyre, Jr.