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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

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NAME: AVTEC MANAGEMENT GROUP, INC.

AUDIT NUMBER.....H96000015454

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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EMPIRE CORPORATE KIT

P.01/18



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

November 4, 1996

EMPIRE MANAGEMENT GROUP, INC.

SUBJECT: AVTEC MANAGEMENT GROUP, INC.
REF: W96000023312

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Dana Calloway
Document Specialist

FAX Aud. #: H96000015454
Letter Number: 796A00050516

**ARTICLES OF INCORPORATION OF
AVTEC MANAGEMENT GROUP, INC.**

H96000015454

I, Edward Collins, the undersigned incorporator of this corporation under Section 607.194, Florida Statutes, as amended, do hereby form this corporation and adopt the following Articles of Incorporation.

ARTICLE I

NAME

The name of this corporation is AVTEC Management Group, Inc.

ARTICLE II

PURPOSE AND NATURE OF BUSINESS

The purpose of this corporation and general nature of the business to be conducted is to do any business, activity, or endeavor which is lawful in the State of Florida.

ARTICLE III

DURATION OF CORPORATION

This corporation is to have perpetual existence commencing on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is one hundred (100) shares of no par value stock.

ARTICLE V

INITIAL CAPITAL CONTRIBUTION

The amount of capital with which this corporation shall begin business shall not be less than One Thousand (\$1,000.00) and 00/100 Dollars.

PREPARED BY:
HARK & HERTZ, P.A.
CHRISTY L. HERTZ, ESQ.
100 S. BISCAYNE BLVD., STE. 1101
MIAMI, FLORIDA 33131
(305) 579-0010
FLA. BAR NO. 986410

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ARTICLE X**PREEMPTIVE RIGHTS**

H96000015454

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 rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XI**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial principal office of this corporation is 9737 N.W. 41st Street, Suite 215, Miami, Florida 33178, and the name of the initial Registered Agent of this corporation is Christy L. Hertz and her address is One Bayfront Plaza, Suite 1101, 100 S. Biscayne Blvd., Miami, Florida 33131.

ARTICLE XII**INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XIII**ADDITIONAL RIGHTS AND POWERS**

The corporation shall have the further right and power to:

A. From the time determine whether and to what extent and at what times and places, and under what conditions and regulations, the accounts and books of this corporation (other than the stock book) or any of them shall be open to inspection of stockholders; and no stockholder shall have any right of inspecting any account book or document of this corporation except as conferred by statute, unless authorized by a resolution of the stockholders or Board of Directors.

B. The corporation may, in its By-Laws, confer powers upon its Board of Directors or officers, in addition to the foregoing and in addition to the powers authorized and expressly conferred

by statute.

C. Both stockholders and directors shall have power, if the By-Laws so provide, to hold their respective meetings, and to have one or more offices within or without the State of Florida, and to keep the books of this corporation (subject to the provisions of the statutes of the State of Florida) outside the State of Florida, at such places as may from time to time be designated by the Board of Directors.

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

DATED this 1st day of November, 1996


EDWARD COLLINS

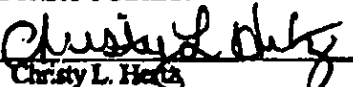
Address: 9737 N.W. 41st Street, #215
Miami, Florida 33178

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 1st day of November, 1996, by Edward Collins, who personally appeared before me at the time of notarization, and who is personally known to me and who did take an oath.

NOTARY PUBLIC:

sign



Christy L. Hertz
100 S. Biscayne Blvd., #1101
Miami, Florida 33131
My Commission Expires:



CHRISTY L. HERTZ
COMMISSION # CC 457803
EXPIRES JUL 14, 1998
BONDED THROUGH
ATLANTIC BONDING & SURETY, INC.

H96000015454

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

IN COMPLIANCE WITH Section 48.091, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED:

FIRST, that Edward Collins desiring to organize or qualify under the laws of the State of Florida with its principal place of business in the State of Florida, have named Christy L. Hertz, located at One Bayfront Plaza, Suite 1101, 100 S. Biscayne Blvd., Miami, Florida 33131, as its agent to accept service of process within Florida.

Signature: _____

EDWARD COLLINS

DATED this 1st day of November, 1996.

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Signature: _____

CHRISTY L. HERTZ, Registered Agent

DATED this 1st day of November, 1996.

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