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FROM: EMPIRE CORPORATE KIT COMPANY
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NAME: AVALL AERONAUTICS, INC.
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 7, 1997

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SUBJECT: AVALL AERONAUTICS, INC.
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ARTICLES OF INCORPORATION

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AVALL AERONAUTICS, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I: NAME OF THE CORPORATION

The name of the corporation is AVALL AERONAUTICS, INC., hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and mailing address of Corporation is 13340 SOUTHWEST 103RD TERRACE, MIAMI, FLORIDA 33186.

ARTICLE III: DURATION OF THE CORPORATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSE OF THE CORPORATION

The purpose for which the Corporation is organized is to engage in any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statute, as amended.

JEANNETTE ANDREWS, ESQ.
6255 N. W. SEVENTH AVENUE
MIAMI, FL 33150
(305) 751-8934
BAR #: 0075124

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ARTICLE V: AUTHORIZED SHARES

The Corporation is authorized to issue Five Thousand (5,000) shares of common stock with a par value of \$1.00 per share. All stock shall be of one class. The Board of Directors may authorize the issuance of such stock to such person(s) upon such terms and for such consideration as they may deem appropriate. The consideration may consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the Corporation.

ARTICLE VI: PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of the Corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office 13340 SOUTHWEST 103 TERRACE, MIAMI, FLORIDA 33186 and the registered agent at that office are JUAN CARLOS INSUA.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director constituting the initial Board of Directors. The number of directors may be increased or decreased from time to time by the bylaws.

The initial Board of Directors of the Corporation shall be comprised of:

JUAN CARLOS INSUA
13340 SOUTHWEST 103 TERRACE
MIAMI, FLORIDA 33186

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ARTICLE IX: INCORPORATOR

The incorporator of the Corporation is as follows:

JUAN CARLOS INSUA
13340 SOUTHWEST 103 TERRACE
MIAMI, FLORIDA 33186

IN WITNESS WHEREOF, WE, JUAN CARLOS INSUA the undersigned incorporator, have signed these Articles of Incorporation on this 5th day of March, 1997, and acknowledged the same to be my act.


JUAN CARLOS INSUA

STATE OF FLORIDA)

COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 5th day of March, 1997 by JUAN CARLOS INSUA, who personally appeared before me at the time of notarization, and who is personally known to me or who produced a FLORIDA DRIVER'S LICENSE as identification.

NOTARY PUBLIC:

SIGN: Geraldine M. Bell

PRINT: Geraldine M. Bell

STATE OF FLORIDA AT LARGE



Geraldine Marie Bell
My Commission CC577901
Expires Aug. 18, 2000

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

Pursuant to the provisions of Chapters 48.091 and 607.0501 of the Florida Statutes, the following is submitted, in compliance with said Acts:

First—That AVALL AERONAUTICS, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of MIAMI, County of DADE, State of Florida, has named JUAN CARLOS INSUA, at 13340 SOUTHWEST 103RD TERRACE, in the City of MIAMI, County of DADE, State of Florida, as its agent to accept service of process within this state.

-Acceptance of Agent-

ACKNOWLEDGMENT:

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.

BY:  JUAN CARLOS INSUA

DATE: March 5, 1997

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