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3/17/97

FLORIDA DIVISION OF CORPORATIONS
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((H97000004463 0))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: ACE INDUSTRIES, INC.
CONTACT: PAM FRIEDMAN
PHONE: (305)358-2571

ACCT#: 070744001530

FAX #: (305)358-7832

NAME: U.S. LANDING GEAR, INC.

AUDIT NUMBER.....H97000004463

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

CERT. OF STATUS..0

PAGES..... 1

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TALLAHASSEE, FLORIDA

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97 MAR 17 PM 1:06
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TALLAHASSEE, FLORIDA

411 3/17/97

H97-4463

ARTICLES OF INCORPORATION

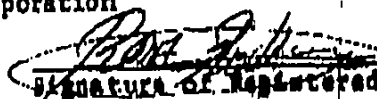
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article 1: Name of Corporation U.S. LANDING GEAR, INC.
Address of Corporation 130 SOUTHWEST 24th STREET
FT. LAUDERDALE, FLORIDA 33315

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 100, with a par value of \$1.00. (PAR VALUE is NOT REQUIRED).

Article 3: REGISTERED OFFICE: ROSA RODRIGUEZ
and 1729 SOUTHWEST 5th PLACE
REGISTERED AGENT: FT. LAUDERDALE, FLORIDA 33315

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation

 3/11/97
Signature of Registered Agent Date

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED)
First listed is President. Second is Secretary/Additional Directors.
1. ROSA M. RODRIGUEZ DINA MISENER
1729 SOUTHWEST 24th STREET 6503 NO. MILITARY TRAIL
FT. LAUDERDALE, FL 33315 BOCA RATON, FLORIDA 33496

Article 5: The Name and Address of the INCORPORATOR is:

ROSA RODRIGUEZ
1729 SOUTHWEST 5th PLACE
FT. LAUDERDALE, FLORIDA 33315

In witness whereof I have subscribed my name


SIGNATURE OF INCORPORATOR
ROSA RODRIGUEZ

H97-4463

Prepared by:

ace INDUSTRIES, INC.
54 NW 11th Street
Miami, FL 33136
305-358-2571

P97000023693

DAVID A. ZILL, P.A.

ATTORNEY AT LAW

FILED

4393 Ridgewood Ave., Suite 1
Port Orange, FL 32127

97 MAR 17 AM 10:48

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Phone: (904) 760-4630
Fax: (904) 767-9193
E-mail: daz@america.com

February 19, 1997

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

400002095274--3
-02/24/97--01034--011
*****70.00 *****70.00

Re: KARA Corp. of Volusia County

Dear Sir/Madam:

Enclosed please find the original and copy of Articles of Incorporation for the above-named corporation. Please file the original of the Articles with the Florida Secretary of State. Please date-stamp the copy, and return it with your letter indicating the filing of the Articles to this office.

Also enclosed is a check in the amount of \$70.00 as your fee for filing the Articles and designating a registered agent.

Thank you for your assistance in this matter.

Sincerely yours,

David A. Zill

David A. Zill

Enclosures: Articles of Incorporation
copy of articles
check for \$70.00

W97-4695
PA# 2-12-97
PA# 3/17/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 27, 1997

DAVID A. ZILL, ESQ.
4393 RIDGEWOOD AVE, SUITE 1
PORT ORANGE, FL 32127

SUBJECT: KARA CORP.
Ref. Number: W97000004695

We have received your document for KARA CORP. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 397A00010361

DAVID A. ZILL, P.A.
ATTORNEY AT LAW

4393 Ridgewood Ave., Suite 1
Port Orange, FL 32127

Phone: (904) 760-4630
Fax: (904) 767-9193
E-mail: daz@america.com

March 10, 1997

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

Re: KARA Corp. of Volusia County

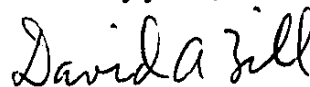
Dear Sir/Madam:

Enclosed please find the original and copy of Articles of Incorporation for the above-named corporation. Please file the original of the Articles with the Florida Secretary of State. Please date-stamp the copy, and return it with your letter indicating the filing of the Articles to this office.

Enclosed is your previous letter concerning the unavailability of the name Kara Corp. We previously submitted a check in the amount of \$70.00 as your fee for filing the Articles and designating a registered agent.

Thank you for your assistance in this matter.

Sincerely yours,



David A. Zill

Enclosures: Articles of Incorporation
copy of articles
copy of letter

ARTICLES OF INCORPORATION

of

KARA Corp. of Volusia County

FILED

97 MAR 17 AM 10:48

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, a natural person competent to contract, acting as incorporator of a corporation under the Florida General Corporation Act, Chapter 607, Fla. Stat. (1995), as amended, adopts the following Articles of Incorporation for such Corporation.

Article 1

Name

The name of this corporation is:

KARA Corp. of Volusia County

Article 2

Duration

The duration of this corporation shall be perpetual, commencing on the date these Articles are filed in the office of the Secretary of State of Florida.

Article 3

Purpose

The purpose of this corporation is to engage in any activities or business permitted under the laws of the United States and Florida.

Article 4

Capital Stock

The corporation is authorized to issue 1,000 shares of common stock with each share having a par value of \$.001. All shareholders shall have preemptive rights in future stock sales by the corporation.

Article 5

Initial Principal Office and Registered Agent

The initial principal office of this corporation has a street address of 35 Fairgreen Ave., New Smyrna Beach, Florida 32168, and a mailing address of 35 Fairgreen Ave., New Smyrna Beach, FL 32168. The name of the initial registered agent at this office is Maryann Pistilli.

Article 6
Board of Directors

The corporation shall have one director. The number of Directors may be increased or decreased from time to time by an amendment of the Bylaws of the corporation, but shall never be less than one.

Article 7
Incorporator

The name and street address of the person signing these Articles of Incorporation as an Incorporator is as follows:

Renee A. Brower, 443 Perdita St., Edgewater, FL 32132

Article 8
Amendment of Articles

The Articles of Incorporation may be amended in the manner provided by law, unless otherwise provided by the Bylaws of the corporation. The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

Article 9
Indemnification

The corporation is empowered to indemnify any officer or director, or any former officer or director, pursuant to the Bylaws and to the provisions of Section 607.014, Fla. Stat. (1995), as amended.

Article 10
Informal Action of Directors

If all the directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

Article 11
Inspection of Accounts and Books

The rights of the shareholders to inspect the books and accounts of this corporation shall be as conferred by the Bylaws, resolutions of the shareholders, or as required by law.

Article 12
Powers of Directors

The directors shall have power to make and to alter or amend the Bylaws; to fix the amount to be reserved as working capital; and to authorize and cause to be executed

mortgages and liens, without limit as to the amount, upon the property and franchise of the corporation. With the written consent of the holders of a majority of the capital stock issued and outstanding, the directors shall have the authority to dispose of, in any manner, the whole property of this corporation.

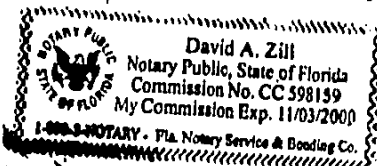
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this February 19 1997.

Renee A Brewer
Incorporator

STATE OF FLORIDA
COUNTY OF VOLUSIA

Before me, the undersigned authority, personally appeared Maryann Pistilli, well known to me to be the person who executed the foregoing instrument, and who acknowledged before me that he/she voluntarily executed the foregoing Articles of Incorporation for the purposes expressed therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at New Smyrna Beach Volusia County, Florida, this Feb. 19, 1997.



David A. Zill
David A. Zill
(print name)
NOTARY PUBLIC
State of Florida at Large

97 MAR 17 AM 10:48
FILED
TALLAHASSEE, FLORIDA

My Commission Expires:

(SEAL)

ACCEPTANCE OF REGISTERED AGENT

Having been named in the foregoing Articles of Incorporation as registered agent to accept service of process for KARA Corp., at the place designated in these Articles, I 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: Maryann Pistilli

Maryann Pistilli
Registered Agent

Date: 2/19/97