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Berger
Davis &
Singerman
Professional Association

100 N.E. Third Avenue Suite 400
Fort Lauderdale, Florida 33301
Phone: 954.525.9900
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FILED
97 JUN 16 PM 3:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 12, 1997

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-06/16/97--01087--005
****122.50 ****122.50

Re: PARKLAND AIR, INC.
Our File No. TO BE OPENED

Dear Sir or Madam:

Enclosed are the original and a duplicate copy of the Articles of Incorporation of this proposed corporation. Please endorse your approval of the Articles of Incorporation on the duplicate copy, certify and return it.

A check in the amount of \$122.50 is enclosed to cover the \$35.00 filing fee, the \$52.50 fee for the certified copy of the Articles of Incorporation and the \$35.00 fee for filing the designation of registered agent.

Sincerely,

BERGER DAVIS & SINGERMAN


Laurie O'Connor
Administrative Assistant

Enc.
cc: Nick Jovanovich, Esq. (w/enc.)

Call when ready
97 JUN 16 PM 12:26
RECEIVED

K.R. JUN 16 1997

**ARTICLES OF INCORPORATION
OF
PARKLAND AIR, INC.
A FLORIDA CORPORATION**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a Florida corporation ("Corporation") under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, hereby causes to be delivered the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is PARKLAND AIR, INC.

ARTICLE II

ADDRESS

The mailing address of the Corporation is:

1500 NW 49th Street
Ft. Lauderdale, Florida 33309

ARTICLE III

COMMENCEMENT OF CORPORATE EXISTENCE

The corporate existence shall begin on the date these Articles of Incorporation are filed with the Department of State.

ARTICLE IV

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE V

CAPITAL STOCK

The Corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of Common Stock having a par value of One Dollar (\$1.00) per share.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is c/o Berger Davis & Singerman, 100 NE 3rd Avenue, Suite 400, Ft. Lauderdale, Florida 33301, and the name of the initial Registered Agent of the Corporation at that address is Nick Jovanovich, Esq.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have one (1) director to hold office until the first annual meeting of shareholders and his successors shall have been duly elected and qualified, or until his earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the initial director of the Corporation is as follows:

<u>Name</u>	<u>Address</u>
ARTHUR KEISER	1500 NW 49th Street Ft. Lauderdale, Florida 33309

ARTICLE VIII

INCORPORATOR

The name and address of the person signing these Articles are as follows:

Name

Address

Nick Jovanovich, Esq.

c/o Berger Davis & Singerman
100 NE 3rd Avenue, Suite 400
Ft. Lauderdale, Florida 33301

ARTICLE IX

AMENDMENTS

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 13th day of June, 1997.



Nick Jovanovich, Esq.
Incorporator

STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

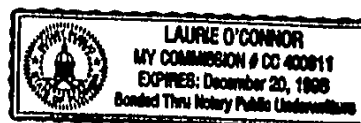
Sworn to and subscribed before me this 13 day of June, 1997, by Nick Jovanovich, Esq.

(x) Personally known to me; or

() Produced Identification; Type of Identification produced
_____.

NOTARY PUBLIC:


Sign: 
Print Name: Laurie O'Connor



ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of PARKLAND AIR, INC. as made in the foregoing Articles of Incorporation, and agree to act in such 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 the initial Registered Agent of PARKLAND AIR, INC.

Date: June 13, 1997



NICK JOVANOVIICH, ESQ.
Initial Registered Agent

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97 JUN 16 PM 3:35
SECRETARY OF STATE
TALLAHASSEE FL 32304