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Charter Number Only

Requestor's Name
Jeannette Smith
Address
9990 SW 84th
Miami, FL 33156
City State ZIP Phone
#595-3131

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CORPORATION(S) NAME

Paladin Aviation services

FILED
OCT-8 AM 11:34
TOLSON
FBI

Empire Toll Free: 1-800-432-3028

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| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Foreign | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Change of Registered Agent |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
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ARTICLES OF INCORPORATION
OF
PALADIN AVIATION SERVICES CORP.

97 OCT -8 AM 11:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE I. CORPORATE NAME

The name of this corporation is: Paladin Aviation Services Corp.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STRUCTURE

A. The Board of Directors can create any type of Capital Structure necessary for the operation of the Corporation. There can be different stocks of Par Value and Non-Par Value.

B. The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1000 shares of common stock.

C. At this time, William Sanchez shall hold all 1000 shares of common stock.

ARTICLE IV. TERM OF EXISTENCE

This Corporation shall have perpetual existence, commencing

upon filing of these articles.

**ARTICLE V. REGISTERED AGENT, REGISTERED OFFICE,
& PRINCIPAL OFFICE**

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Jeanette E. Smith, Esq.
Jeanette E. Smith & Assoc., PA
9090 SW 84 Court
Miami, FL 33156

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida. The address of the Corporation's principal office will be as follows:

Paladin Aviation Services Corp.
Cal Postal Services, Inc.
4483 NW 36 Street
Miami Springs, FL 33166

ARTICLE VI. BOARD OF DIRECTORS

This Corporation shall have 1 director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTOR

The name of the initial director of this Corporation and his street address is:

William Sanchez
Paladin Aviation Services Corp.
Cal Postal Services, Inc.
4483 NW 36 Street
Miami Springs, FL 33166

The person named as initial director shall hold office until his successor is elected or appointed and has qualified.

ARTICLE VIII. INCORPORATOR

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

Jeanette E. Smith, Esq.
Jeanette E. Smith & Assoc., PA
9090 SW 84 Court
Miami, FL 33156

ARTICLE IX. OFFICERS

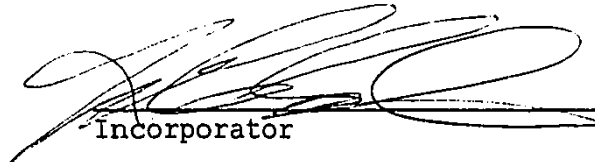
Subject to the discretion of the Board of Directors, the affairs of the Corporation shall be administered by its officers, as designated herein, who shall serve at the pleasure of the Board of Directors. Officers can be elected or appointed as determined by the Board, and may also be terminated by the Board. All other regulations concerning officers shall be determined by the Bylaws of the Corporation. Any individual can hold one or more positions as necessity dictates. The positions of President, Vice-President, Secretary, and Treasurer shall all be incorporated into one position held by:

William Sanchez
Paladin Aviation Services Corp.
Cal Postal Services, Inc.
4483 NW 36 Street
Miami Springs, FL 33166

ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on the 28th day of September, 1997.


Incorporator

ACCEPTANCE OF REGISTERED AGENT

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That Paladin Aviation Services Corp., desiring to organize under the laws of the State of Florida, has named Jeanette E. Smith, located at, 9090 SW 84 Court, Miami, Florida 33156 as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.



REGISTERED AGENT

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TALLAHASSEE, FLORIDA