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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

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NAME: AMERICAN AIR SPARES, INC.

AUDIT NUMBER.....H97000017270

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

CERT. OF STATUS..0

PAGES.....(4)

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ARTICLES OF INCORPORATION
OF

97 OCT 17 AM 8:01

AMERICAN AIR SPARES, INC.

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be: AMERICAN AIR SPARES, INC.

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall perpetual existence.

ARTICLE III

The corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the State OF Florida.

ARTICLE IV

The aggregate number of shares which this corporation shall have authority to issue is the total sum of 100 shares, having an individual par value of \$1.00

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE V

The principal place of business of the Corporation shall be 8245-3 N.W. 36 STREET, MIAMI, FLORIDA 33172

Sharon Thibault
5740 Hollywood Blvd #202
Hollywood, FL 33021 (954) 967.8200

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ARTICLE VI
PRE-EMPTIVE RIGHTS

The shareholders shall have Pre-Emptive Rights.

ARTICLE VII

The initial Board of Directors shall consist of a total of one person and the name and address of this person who is to serve as initial director is:

EDUARDO PULGAR
9934 N.W. 32 STREET
MIAMI, FL. 33172

ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation is:

EDUARDO PULGAR
9934 N.W. 32 STREET
MIAMI, FL. 33172

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 14th day of October, 1997.

Eduardo Pulgar
Incorporator

STATE OF FLORIDA:

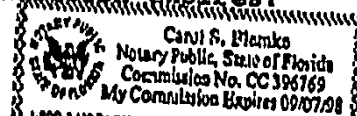
COUNTY OF BROWARD:

On this 14th day of October 1997, before me, an Officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Eduardo Pulgar, known to me the person whose name is subscribed, to the within instrument, and acknowledged that he executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand official seal,

Carol S. Planko
NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My Commission expires:



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

IN pursuance of Chapter 607.34 Florida Statutes, the
following is submitted, in compliance with said Act;

First-That AMERICAN AIR SPARES, INC. desiring to organize under
the laws of the State of FLORIDA with its principal office, as
indicated in the articles of incorporation at the city of MIAMI
County of DADE State of FLORIDA, has named EDUARDO PULGAR located
at 8245-1 N.W. 36 STREET, MIAMI, FLORIDA 33172 as its agent to
accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the
above-stated corporation, at the place designated in this
certificate. I hereby accept to act in this capacity, and
agree to comply with the provisions of said act relative to
keeping open said office.

By Eduardo Pulgar.

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