

Jan. 12. 1998

**P 98000003166**

No. 4420 P. 1/3

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FLORIDA DIVISION OF CORPORATIONS  
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FAX #: (850)922-4001

FROM: TRIPP, SCOTT, CONKLIN & SMITH  
CONTACT: MIKE GIEHL  
PHONE: (954)525-7500

ACCT#: 075350000065

FAX #: (954)761-8475

NAME: SOUTHSTREAM AVIATION INC.

AUDIT NUMBER.....H98000000639

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

CERT. OF STATUS..0

PAGES..... 2

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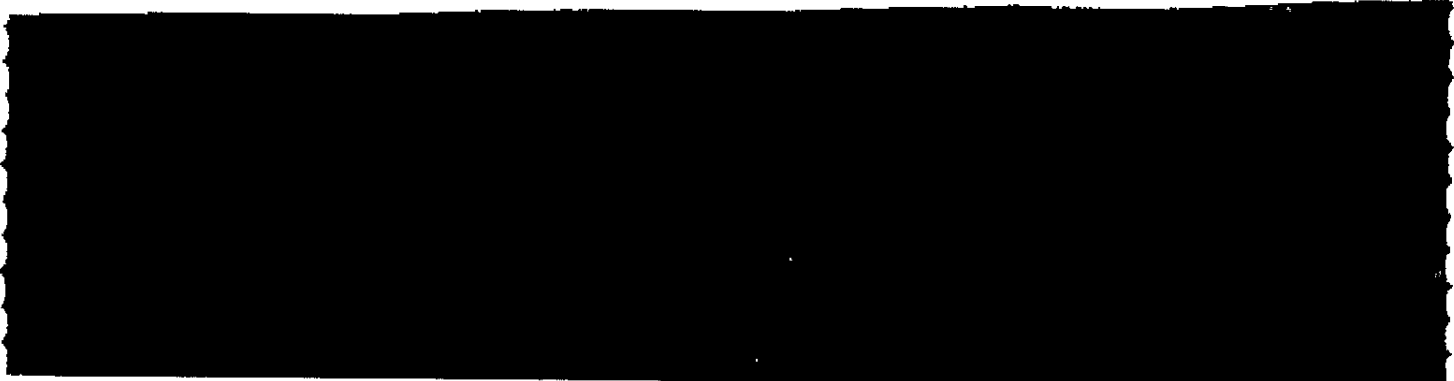
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No. 4420 P. 2/3

H98000000639

**ARTICLES OF INCORPORATION  
OF  
SOUTHSTREAM AVIATION INC.**

The Incorporator named herein does hereby subscribe to and file these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

**ARTICLE I  
NAME**

The name of this Corporation is:

Southstream Aviation Inc.

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**ARTICLE II  
PURPOSE**

This Corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

**ARTICLE III  
CAPITAL STOCK**

This Corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of One Dollar (\$1.00) par value common stock.

**ARTICLE IV  
PRINCIPAL OFFICE/MAILING ADDRESS OF CORPORATION**

The principal office and mailing address of this Corporation is:

1541 NW 92nd Avenue  
Pembroke Pines, FL 33024-4605

Prepared by: William J. Gross, Esq.  
Bar No. 0898678  
Tripp, Scour, Conklin & Smith  
P.O. Box 14245  
Fort Lauderdale, FL 33302  
(954) 525-7500

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**ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT**

The initial registered agent and the street address of the initial registered office of this Corporation in the State of Florida is:

Noel L. Chang Jr.  
1541 NW 92nd Avenue  
Pembroke Pines, FL 33024-4605

**ARTICLE VI  
INCORPORATOR**

The name and street address of the Incorporator is:

Noel L. Chang Jr.  
1541 NW 92nd Avenue  
Pembroke Pines, FL 33024-4605


**ARTICLE VII  
AMENDMENT**

These Articles of Incorporation may only be amended by the Board of Directors (but only to the extent permitted by the Florida Business Corporations Act) or by the vote of shareholders holding a majority of the issued and outstanding common stock of the Corporation.

IN WITNESS WHEREOF, the undersigned Incorporator and Registered Agent have executed these Articles of Incorporation this 9th day of January, 1998.

  
Noel L. Chang, Incorporator

THE UNDERSIGNED, named as the registered agent in Article V of these Articles of Incorporation, hereby accepts the appointment as such registered agent, agrees to act in this capacity, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under the Florida Business Corporation Act, including specifically Section 607.0505.

  
Noel L. Chang, Registered Agent

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