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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839

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FAX #: (305)716-0346

NAME: AERO SERVICIOS MIRANDA CORP.

AUDIT NUMBER.....H98000001116

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

CERT. OF STATUS..1

PAGES..... 3

CERT. COPIES.....0

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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B. McKnight JAN 20 1998

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ARTICLES OF INCORPORATION
OF
AERO SERVICIOS MIRANDA CORP.

The undersigned for the purpose of forming a corporation under the laws of the State of Florida, do hereby adopt the following Articles of Incorporation.

ARTICLE ONE

The name and address of the corporation is:

Aero Servicios Miranda Corp.
8216 N.W. 68th Street
Miami, Fl 33166

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ARTICLE TWO

This corporation is being organized for the purpose of transacting any and all lawful business permitted under the laws of the State of Florida and the laws of the United States.

ARTICLE THREE

The number of shares this corporation is authorized to issue is one hundred shares (100) of common stock at \$10.00 each par value.

ARTICLE FOUR

This corporation shall have perpetual existence which shall commence when these Articles of Incorporation have been approved and filed by the Secretary of State, Division of Corporation of the State of Florida.

Prepared by: Johann Humberto Pena
8216 N.W. 68th St.
Miami, Fl 33166
(305) 597-1347

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ARTICLE FIVE

The registered Agent and the address of the initial Registered office of this corporation in the State of Florida shall be: Jose-Al Alarcon
6595 N.W. 36th Street, Suite 116
Miami, Fl 33166

ARTICLE SIX

The number of Directors may be altered from time to time by Bylaws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time. The name of the initial Board of Directors are:

Johann Humberto Pena	-	President/Treasurer
Pedro Lander	-	Vice-President/Secretary

ARTICLE SEVEN

The members of the Board of Directors shall hold office for the first year of existence of this corporation and/or until their successors are elected and qualified or appointed, or until their earlier resignation, removal from office, or any other cause.

The name and address of the Incorporator to these Articles of Incorporation is:

Johann Humberto Pena
8216 N.W. 68th Street
Miami, Fl 33166

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 15 day of January of 1998.


JOHANN H. PENA
President

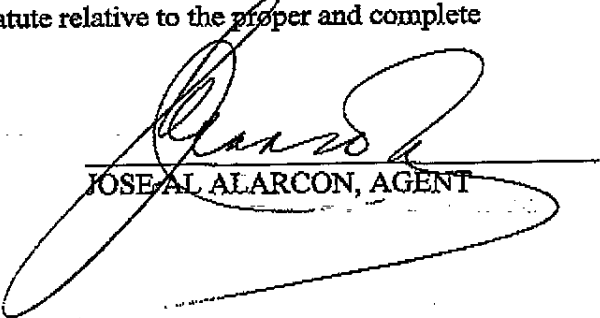
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REGISTERED AGENT ACCEPTANCE

HAVING BEEN NAMED to accept service of process for the place designated in the foregoing Certificate, the undersigned hereby agrees to act in this capacity and further agrees to comply with the provisions of all statute relative to the proper and complete performance of said duties.

Dated: January 15, 1998


JOSE AL ALARCON, AGENT

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