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TRANSMITTAL LETTER

DATE: 2/8/98

Department of State
Division of Corporation
P.O.Box: 6327
Tallahassee, Florida, 32314

500002428115--1
-02/11/98--01096--018
***122.50 ***122.50

Subject Corporation: GENERAL H.A.F. AMERICAS INC.

Enclosed please find an original and one(1) copy of the Articles of Incorporation for the above for profit corporation and check in the amount of \$122.50 for the following fees:

Filing Fee	\$ 35.00
Registered Agent Destination	\$ 35.00
Certified Copy	\$ 52.50
Total	<hr/> \$122.50

FILED
98 FEB 11 PM 1:25
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

MM
2-12-98

**ARTICLES OF INCORPORATION
OF**

GENERAL H.A.F. AMERICAS INC.

FILED
98 FEB 11 PM 1:25
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE 1 NAME

The name of the Corporation shall be:

GENERAL H.A.F. AMERICAS INC.

ARTICLE 11 PRINCIPLE OFFICE

The principle place of business and mailing address of this corporation shall be:

**8031 Waterglow Court
Orlando, FL 32817**

ARTICLE 111 PRINCIPLE STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000 Shares

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the Initial Registered Agent is:


**Maribeth Ashley
4615 Lighthouse Circle
Orlando, FL 32808-2011**

ARTICLE V INCORPORATOR

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

**Rui De Gouveia
8031 Waterglow Court
Orlando, FL 32817**

**The undersigned has executed these Article of Incorporation this 5
day of FEB., 1998.**


PRESIDENT
Signature/Title

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE**

FILED
98 FEB 11 PM 1:25
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office / registered agent, in the State of Florida.

1. The name of the Corporation is:

GENERAL H.A.F. AMERICAS INC.

2. The name and address of the registered agent and office is:

Maribeth Ashley
4615 Lighthouse Circle
Orlando, FL 32808-2011

Signature: 

(corporate officer)

Title: PRESIDENT

Date: 2/5/98

HAVING BEEN NAMED THE REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature: Maribeth Ashley

Date: 2/7/98