

ARAN CORREA & GUARCH, P.A.

Attorneys at Law
710 South Dixie Highway
Coral Gables, Florida 33146-2602

Fernando S. Arán
Danny Correa
J.M. Guarch, Jr.

P980000015780

Christian D. Keady, P.A.
Of Counsel

Joseph A. Miles
Lilliana M. Real
Leonardo G. Renaud

Telephone: (305) 665-3400
Telefax: (305) 665-2250

February 13, 1998

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Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

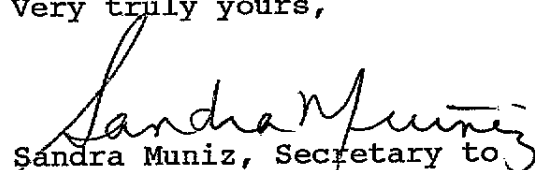
RE: AVIATION & TRANSPORTATION SALES, INC.

Dear Sir/Madame:

Sent herewith is check no. 3361 in the amount of \$122.50 for filing the enclosed Articles of Incorporation for the above mentioned corporation. Please process as promptly as possible and return in the enclosed self-addressed stamped envelope.

Should you have any thoughts, questions, or comments, please do not hesitate to contact me.

Very truly yours,


Sandra Muniz, Secretary to
J.M. Guarch, Jr.

JMG\sm

FILED
98 FEB 17 AM 9:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

88-2-18-98

**ARTICLES OF INCORPORATION
OF
AVIATION & TRANSPORTATION SALES, INC.**

FILED
98 FEB 17 AM 9:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

**ARTICLE I
NAME**

The name of this corporation shall be:

AVIATION & TRANSPORTATION SALES, INC.

Its principal place of business and/or mailing address shall be:

AVIATION & TRANSPORTATION SALES, INC.
3900 N.W. 13th Street
Miami, Florida 33126

**ARTICLE II
NATURE OF BUSINESS**

The general purpose for which this Corporation is organized is to transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

**ARTICLE III
AUTHORIZED SHARES**

The Corporation shall be authorized to create and issue 100 shares of Common Stock having a par value of \$0.01 per share.

The whole or any part of the authorized shares of the Corporation may be issued for a consideration payable in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation, having a value as is determined from time to time by the Board of Directors of the Corporation, not less than the par value of the stock so to be issued.

ARTICLE IV
TERMS OF EXISTENCE

The term of this Corporation shall commence with the filing of these Articles of Incorporation. The Corporation shall exist perpetually unless dissolved according to law.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida shall be:

Aran Correa & Guarch, P.A.
710 South Dixie Highway
Coral Gables, Florida 33146

The name of the initial registered agent of this Corporation at that address shall be:

J.M. Guarch, Jr., Esq.

ARTICLE VI
BOARD OF DIRECTORS

The powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, a Board of Directors, which shall have One (1) director initially. The number of directors may be increased or decreased by the shareholders from time to time as provided in the Bylaws of the Corporation.

ARTICLE VII
DIRECTORS - NAMES AND STREET ADDRESSES

The names and street addresses of the members of the first Board of Directors who shall hold office until their successors have been duly elected or appointed and have qualified are as follows:

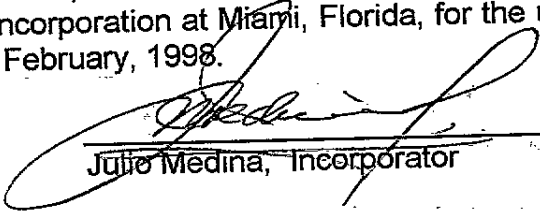
Julio Medina
3900 N.W. 13th Street
Miami, Florida 33126

ARTICLE VIII
INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation is as follows:

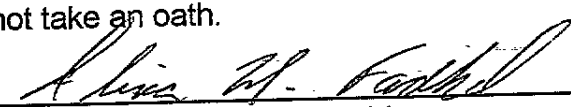
Julio Medina
3900 N.W. 13th Street
Miami, Florida 33126

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Miami, Florida, for the uses and purposes aforesaid, this 13th day of February, 1998.


Julio Medina, Incorporator

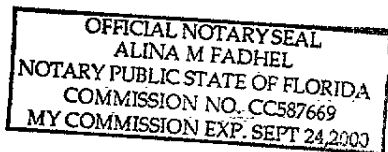
STATE OF FLORIDA)
COUNTY OF DADE --)

THE FOREGOING instrument was acknowledged before me this 13th day of February, 1997, by Julio Medina, who is personally known to me or who has produced the following as identification: _____ and who did/did not take an oath.


Notary Public, State of Florida

Alina M. Fadhel
Name of Notary, Typed/Printed

Commission Number My Commission Expires:

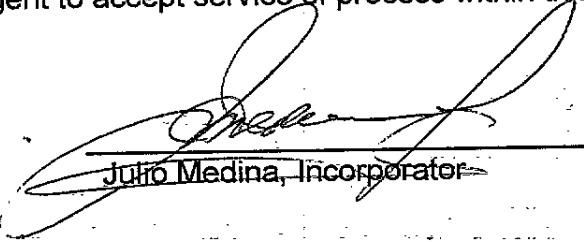


DESIGNATION AND ACCEPTANCE

OF

REGISTERED AGENT

In pursuance of Section 48.091 and Chapter 607, Florida Statutes **AVIATION & TRANSPORTATION SALES, INC.** having filed its Articles of Incorporation contemporaneously herewith, with its registered offices as indicated therein at 710 S. Dixie Highway, Coral Gables, Florida 33146, has named J.M. Guarch, Jr., located thereat as its registered agent to accept service of process within this state.


Julio Medina, Incorporator

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby accept the appointment to act in this capacity, and agree to comply with the laws of Florida applicable thereto.


J.M. Guarch, Jr.
Registered Agent

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FILED
98 FEB 17 AM 9:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA