THE UNITED STATES CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE: 862787

4656E

AUTHORIZATION :

COST LIMIT : \$ 70.00 0

ORDER DATE: June 19, 1998

ORDER TIME : 11:22 AM

ORDER NO. : 862787-005

900002565849--4

CUSTOMER NO:

4656E

CUSTOMER: Nancy Kinsler, Paralegal GREENBERG TRAURIG HOFFMAN

LIPOFF ROSEN & QUENTEL

Suite 2050

111 North Orange Avenue

Orlando, FL 32801

DOMESTIC FILING

NAME:

CONESE AVIATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

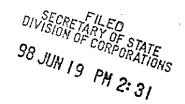
_ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Brenda Phillips

EXAMINER'S INITIALS:

ARTICLES OF INCORPORATION OF CONESE AVIATION, INC.



<u>ARTICLE I - NAME</u>

The name of this corporation is CONESE AVIATION, INC.

ARTICLE II - INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the initial principal place of business of the corporation and the initial mailing address of the corporation is 55 Alhambra Plaza, Suite 600, Coral Gables, Florida 33134.

ARTICLE III - AUTHORIZED SHARES

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$.01 per share.

ARTICLE IV - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation is 1201 Hayes Street, Tallahassee, Florida, 32301, and the initial registered agent of the corporation at that address is Corporation Service Company (CSC).

ARTICLE V - INCORPORATOR

The name and address of the incorporator is as follows:

Name

<u>Address</u>

Joel D. Maser

20th Floor

111 North Orange Avenue

Orlando, FL 32801

ARTICLE VI - INDEMNIFICATION

The corporation shall, to the fullest extent permitted by the laws of Florida, including, but not limited to Section 607.0850 of the Florida Business Corporation Act, as the same may be amended and supplemented from time to time, indemnify any and all directors and officers of the corporation.

IN WITNESS WHEREOF, the undersigned does hereby execute this instrument this 18th day of June, 1998. The effective date of this corporation shall be June 19, 1998.

Joel D. Maser

Sole Incorporator

FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Section 48.091 and Section 607.0501, Florida Statutes, the following is submitted:

That CONESE AVIATION, INC., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 1201 Hayes Street, Tallahassee, Florida 32301, has named CSC as its agent to accept service within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the Corporation named above, at the place designated in this certificate, I agree to act in that capacity and to comply with the provisions of the Florida Business Corporation Act, relative to the proper and complete performance of my duties as registered agent.

Dated and effective 6-19-98 Registered Agent

DIVERCINE TARY OF STATE OF CORPORATIONS