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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
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NAME: INTERNATIONAL AVIATION ACQUISITIONS FINANCIN
AUDIT NUMBER.....H98000014884
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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ARTICLES OF INCORPORATION
OF
INTERNATIONAL AVIATION ACQUISITIONS FINANCING,
INCORPORATED

ARTICLE 1 - NAME

The name of the corporation shall be: International Aviation Acquisitions Financing, Incorporated.

The principal place of business of this corporation shall be:

1689 N. Hiatus Road, Suite 1258
Pembroke Pines, Florida 33026

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TALLAHASSEE, FLORIDA

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ARTICLE II - NATURE OF BUSINESS

This corporation shall engage in commerce within the United States, between the United States and foreign nations, between and among foreign nations on behalf of clients; provide, transfer and/or arrange financing on behalf of clients; and/or act in a consulting capacity between clients in the United States and foreign nations as permitted by the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is: One Thousand Shares with a value of Ten Dollars per share.

ARTICLE IV - TERM OF EXISTENCE

This corporation is to exist perpetually.

Prepared by: Michael C. Cox
1689 N. Hiatus Road, Suite 1258
Pembroke Pines, Fl 33026
(954)-442-7457

ARTICLE V - OFFICERS AND DIRECTORS

The names and street addresses of the initial officers and directors, if any, who shall hold office the first year of the corporation's existence or until their successors are elected, are:

**Michael C. Cox - Registered Agent/Director
1689 N. Hiatus Road, Suite 1258
Pembroke Pines, Florida 33026**

**Alberto Mercader - Secretary/Treasurer
1689 N. Hiatus Road, Suite 1258
Pembroke Pines, Florida 33026**

ARTICLE VI - INCORPORATOR (S)

The names and street addresses of the incorporators to this Articles of Incorporation are:

**Michael C. Cox - Registered Agent/Director
1689 N. Hiatus Road, Suite 1258
Pembroke Pines, Florida 33026**

**Alberto Mercader - Secretary/Treasurer
1689 N. Hiatus Road, Suite 1258
Pembroke Pines, Florida 33026**

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed this Articles of Incorporation this 10th day of August, 1998.

Signature(s) of Incorporator(s)

Alberto Mercader
Michael C. Cox

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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:

International Aviation Acquisitions Financing, Incorporated

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

Michael C. Cox
 1689 North Hiatus Road, Suite 1258
 Pembroke Pines, FL 33026

SIGNATURE

Michael C. Cox

TITLE

Registered Agent

DATE

8/10/98

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 TALLAHASSEE, FLORIDA

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HAVING BEEN NAMED 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, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

Michael C. Cox

DATE

8/10/98