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T.D. ELLIS, JR. (1962)
SHERWOOD SPENCER (1996)
ROBERT B. BUTLER (1997)

W. TINSLEY ELLIS
WILLIAM S. SPENCER
MARK F. BUTLER
ROBERT PAUL KEELEY

JONATHAN E. BRODY
CHAPMAN L. SMITH, JR.
JOHN C. PRIMEAU
WILLIAM C. STALIONS

ABOARD CERTIFIED REAL ESTATE

September 2, 1998

Federal Express

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-09/04/98--01128--006
****183.75 ****183.75

Re: **JETSTAR, FINANCIAL, INC.**
a new Florida corporation

Ladies and Gentlemen:

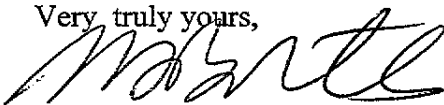
I am enclosing to you herewith Articles of Incorporation in triplicate and request that you file the original thereof, certify both copies and issue your certificate under seal as to the status of this new corporation, returning said certified copies and certificate to us in the enclosed Federal Express envelope.

Also enclosed is my firm's trust account check in the amount of \$183.75 for the following:

1.	Filing Fee	\$ 35.00
2.	Registered Agent's Fee	35.00
3.	Two Certified Copies	105.00
4.	One Certificate Under Seal as to Corporate Status	8.75
TOTAL		\$ 183.75

FILED
98 SEP -4 PM 3:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Very truly yours,



Mark F. Butler
MFB:cw
Enclosure

Mark Butler
AUTHORIZATION BY PHONE TO
CORRECT Corp. Name
DATE 9-11-98
DOC. EXAM 9N

9N 9-11-98

ARTICLES OF INCORPORATION

OF

JETSTAR FINANCIAL, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

Article I: Name

The name of the corporation shall be JETSTAR FINANCIAL, INC.

Article II: Principal Office

The principal place of business and mailing address of this corporation shall be 4601 Sheridan Street, Suite 505, Hollywood, Florida, 33021.

Article III: Nature of Business

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

Article IV: Shares

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value per share.

Article V: Initial Registered Agent and Street Address

The name and address of the initial registered agent is:

Mark F. Butler
4601 Sheridan Street, Suite 505
Hollywood, Florida 33021

Article VI: Term of Existence

This corporation is to exist perpetually.

Article VII: Officers

The name and street address of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Steven Gilman
President/Treasurer

4601 Sheridan Street, Suite 505
Hollywood, Florida 33021

Conrad Manos
Vice President/Secretary

4601 Sheridan Street, Suite 505
Hollywood, Florida 33021

Article VIII: Incorporator

The name and street address of the incorporator to these Articles of Incorporation:

Mark F. Butler
4601 Sheridan Street, Suite 505
Hollywood, Florida 33021

The undersigned incorporator has executed these Articles of Incorporation this 2nd day of September, 1998.



Mark F. Butler

Acceptance of Appointment of Registered Agent

Having been named as registered agent and to accept service of process for JETSTAR FINANCIAL, INC., at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes (F.S. 607.0505) relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 2ND day of September, 1998.

BY: 
MARK F. BUTLER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA