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10/08/98

FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P. ACCT#: 072720000036

CONTACT: KAREN L DIDEA

PHONE: (407)843-4600

FAX #: (407)843-4444

NAME: AVMAX GROUP US, INC.

AUDIT NUMBER.....H98000018669

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0 PAGES..... 2

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

ATTORNEY: 427

CLIENT: 099994

MATTER: 45102

COMMENTS:

PLEASE NOTE THAT THIS DOCUMENT MUST BE FILED WITH AN EFFECTIVE DATE OF TODAY,  
October 8, 1998. IF YOU HAVE ANY QUESTIONS, PLEASE DO NOT HESITATE TO CALL ME.

THANK YOU FOR YOUR ASSISTANCE IN THIS MATTER.

GAIL S. ANDRE  
Direct Dial: 407/418-6203

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 OCT - 8 AM 11: 18

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nu 10/8/98

ARTICLES OF INCORPORATION  
OF  
AVMAX GROUP US, INC.

**FILED**  
**98 OCT -8 AM 11: 18**  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is AVMAX GROUP US, INC.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The street address and the mailing address of the principal office of the corporation shall be  
100 Jett Aire Court, Sanford, Florida 32773.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue FIVE HUNDRED (500) shares of TEN CENTS  
(\$0.10) par value common stock.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 215 North Eola Drive,  
Orlando, Florida 32801, and the name of the initial registered agent of this corporation at that  
address is Loran A. Johnson.

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be  
either increased or decreased from time to time as provided in the Bylaws of the corporation, but  
shall never be less than one (1). The names and addresses of the initial directors are as follows:

Michael Dodd

513 Hampshire Court  
NW Calgary  
Alberta, Canada T3A4Y5

This document was prepared by:  
Loran A. Johnson, Esquire  
Florida Bar Number: 339350  
Lowndes, Drosdick, Doster, Kantor & Reed, P.A.  
P. O. Box 2809  
Orlando, Florida 32802-2809  
(407) 843-4600

H98000018669

John Binder

119 Hawkside Close  
NW Calgary  
Alberta, Canada T3G3K8

Larry Wilson

8318 Edgebrook Drive  
NW Calgary  
Alberta, Canada T3A4W5

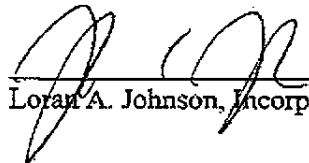
ARTICLE VI - INCORPORATOR

The name and address of the person signing these Articles are as follows:

Loran A. Johnson

215 North Eola Drive  
Orlando, Florida 32801

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 8th day of October, 1998.

  
\_\_\_\_\_  
Loran A. Johnson, Incorporator

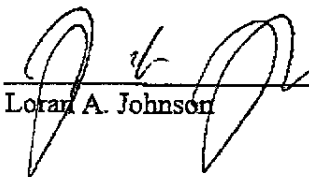
ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of AVMAX GROUP US, INC.

  
\_\_\_\_\_  
Loran A. Johnson, Registered Agent

WAIVER OF SUBSCRIPTION RIGHTS

The undersigned hereby waives any rights of subscription which may have accrued by virtue of the undersigned acting as Incorporator of AVMAX GROUP US, INC.

  
\_\_\_\_\_  
Loran A. Johnson

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