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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT -7 PM 2:21

Miami, October 5th, 1998

DIVISION OF CORPORATIONS
FLORIDA DEPARTMENT OF STATE
409 EAST GAINES STREET
TALLAHASSEE, FL 32314

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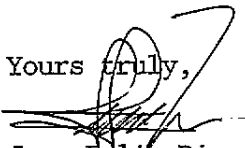
REF: OSHKOSH PILOT SHOP, INC.

Please find enclosed check in the amount of U.S. \$122.50 to cover the registration fee for OSHKOSH PILOT SHOP, INC. a Florida Corporation. Attached also, are the Articles of Incorporation for the aforementioned company.

Should you need to contact me for any additional information regarding the application forwarded herewith, my phone number is (305) 871-1600.

Thank you in advance for your kind cooperation and assistance in this matter.

Yours truly,


Jose Felix Rivas
REGISTERED AGENT
7855 N.W. 29th Street
Unit 158
Miami, FL 33122

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ARTICLES OF INCORPORATION
OF
OSHKOSH PILOT SHOP, INC.

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ARTICLE I- NAME

The name of the corporation is OSHKOSH PILOT SHOP, INC.

ARTICLE II- DURATION

This corporation shall have perpetual existence commencing at the time of the filing of the Articles of Incorporation with the Department of State.

ARTICLE III- PURPOSE

This corporation is organized for the purpose of transacting any and lawful business.

ARTICLE IV- CAPITAL STOCK

This corporation is authorized to issue TEN THOUSAND (10,000.00) SHARES of \$1.00 per value common stock.

ARTICLE V- RIGHTS UPON LIQUIDATION OR DISOLUTION

In the event of any voluntary liquidation, dissolution or winding up of this corporation, the holders of records of the common shares all receive a retable distribution of the assets of the corporation.

ARTICLE VI- PREEMPTIVE RIGHTS

Each shareholders, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro-ratable share (as nearly as may be done without issuance of fractional shares) at the price at which is offered to others.

ARTICLE VII- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:
7855 N.W. 29th STREET, UNIT 158
MIAMI, FL 33122

The name of the initial registered agent of this corporation at that address is:
JOSE FELIX RIVAS

Mailing address is the same as the registered office.

ARTICLE VIII- INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be increased or diminished from time to time as provided for the Bylaws. The names and addresses of the directors are:

NAME	ADDRESS	OFFICE
DAVID THIES	5245 N.W. 36th STREET MIAMI, FL 33166	PRESIDENT
JOSE FELIX RIVAS	7855 N.W. 29th STREET, UNIT 158 MIAMI, FL 33122	VICE-PRESIDENT
ELIZABETH THIES	5245 N.W. 36th STREET MIAMI, FL 33166	SECRETARY

ARTICLE IX- INCORPORATOR

The name and address of the person signing these Articles is:

JOSE FELIX RIVAS	7855 N.W. 29th STREET, UNIT 158 MIAMI, FL 33122
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ARTICLE X- BYLAWS

The power to adopt, alter, amend, and repeal bylaws shall be vested in the Board of Directors and shareholders.

ARTICLE XI- RESTRICTIONS ON THE TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the persons as may be determined by the Board of Directors and thereafter, as may be determined by the Board of Directors from time to time. Shares held by any shareholder may not be resold or otherwise transferred to others unless such shares are first offered to the remaining shareholders or to this corporation. The transfer or sale to others without the express written consent of all the shareholders and the corporation is prohibited. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders of this corporation.

ARTICLE XII- CUMULATIVE VOTING

At each election for directors, each shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at the time multiplied by the number of his shares, or be distributing such votes on the same principle among any number of such candidates.

ARTICLE XIII- CALLING OF SPECIAL MEETINGS

Special meetings of the shareholders may be called by the Board of Directors.

ARTICLE XIV- SHAREHOLDER QUORUM AND VOTING

Fifty percent of the shares plus one entitled to vote represented in person or by proxy shall constitute a quorum at the meeting of shareholders.

If the quorum is present, the affirmative vote of fifty percent of the shares plus one represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XV- AMENDMENT

This corporation reserves the right to amend and repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

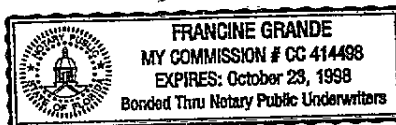
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 2nd of October 1998.


JOSE FELIX RIVAS

STATE OF FLORIDA)
)
COUNTY OF DADE) S.S.

BEFORE ME, an officer duly authorized in the State and County aforesaid to take acknowledgement personally appeared JOSE FELIX RIVAS, to me well known foregoing Articles of Incorporation for the purposes therein expressed.

WITNESS my hand an official seal in the County and State last aforesaid on this 2nd day of October 1998.



Francine Grande

NOTARY PUBLIC, State of Florida

ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT

Having been named initial Registered Agent to accept service of process on the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereof.

[Signature]

JOSE FELIX RIVAS
7855 N.W. 29th Street, Unit 158
Miami, FL 33122

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