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FILED
DEC 10 AM 10:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P 98 000 103340
December 7, 1998

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

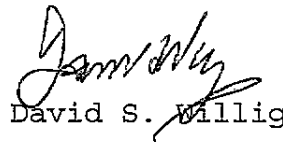
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-12/10/98-01049--002
*****70.00 *****70.00

Re: Flycc Corp.

Please find enclosed an original and one copy of Articles of Incorporation and Certificate of Designation of Registered Agent/Registered Office for the above named corporation, along with a check in the amount of \$70.00 to cover the filing fee and registered agent designation fee.

After filing, please return a date-stamped copy of the Articles in the enclosed stamped, self-addressed envelope. Thank you for your attention to this matter.

Sincerely yours,


David S. Willig

enclosures

F. CHESSEY DEC 11 1998

Articles of Incorporation

of

FLYCC CORP.

Article I

The name of this corporation is FLYCC CORP.

Article II

The mailing address of this corporation shall be 245 SE 1st ST, Suite 328, Miami, FL 33131.

Article III

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares with a value of \$1.00 per share.

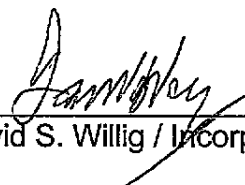
Article IV

The name and address of the initial registered agent is Adriana Farias, 245 SE 1st ST, Suite 328, Miami, FL 33131.

Article V

The name and address of the incorporator to these Articles of Incorporation is David S. Willig, 2837 SW 3rd AVE, Miami, Florida 33129.

The undersigned has executed these Articles of Incorporation this 7th day of December, 1998.



David S. Willig / Incorporator

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, 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 is: FLYCC CORP.
2. The name and address of the registered agent and office is:

Adriana Farias
245 SE 1st ST
Suite 328
Miami, FL 33131

Signature _____

(corporate officer)

Title _____

Date _____

Incorporator

12-7-98

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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION 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 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.

Signature _____

Date _____

7 de Diciembre 1998