

**CORPORATE
ACCESS,
INC.**

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303
P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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Articles

1.) Global Aviation Leasing, Inc.
(CORPORATE NAME & DOCUMENT #)

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SPECIAL INSTRUCTIONS

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99 JAN 15 PM 12:24
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DIVISION OF CORPORATION
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ARTICLES OF INCORPORATION
OF
GLOBAL AVIATION LEASING, INC.

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The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, do hereby adopt the following Articles of incorporation for such corporation.

ARTICLE I NAME

The name of the corporation is:
GLOBAL AVIATION LEASING, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

8949 S.E. BRIDGE RD., SUITE 116
HOBE SOUND, FLORIDA 33455

ARTICLE III SHARES

The aggregate number of shares which the corporation shall have authority to issue is 1,000 shares without par value. The corporation will not commence business until it has received for the issuance of its shares consideration of the value of One Thousand Dollars (\$1,000), consisting of money, labor done, or property actually received.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The address of its initial registered office and name of its initial registered agent at such address is:

Name: MARK DANIELS

Address: 8949 S.E. BRIDGE RD., SUITE 116
HOBE SOUND, FLORIDA 33455

ARTICLE V INCORPORATOR(S)

The name (s) and street address (es) of the incorporator (s) to these Articles of Incorporation is (are):

Name: MARK DANIELS

Address: 8949 S.E. BRIDGE RD., SUITE 116
HOBE SOUND, FLORIDA 33455

ARTICLE VI CORPORATE OFFICER(S) / DIRECTOR(S)

The number of Officers / Directors constituting the initial Board of Officers / Directors are (3), and the name and address of the person (s) who are to serve as Officer / Director (s) until the first annual meeting of the shareholders or until their successors are elected and qualified are:

PRESIDENT

KEVIN RYAN

8949 S.E. BRIDGE RD., SUITE 116
HOBE SOUND, FLORIDA 33455

VICE-PRESIDENT

MARK DANIELS

8949 S.E. BRIDGE RD., SUITE 116
HOBE SOUND, FLORIDA 33455

SECRETARY – TREASURER

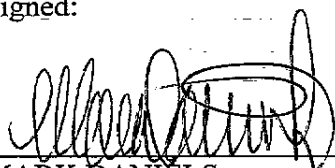
RICK WAHL

8949 S.E. BRIDGE RD., SUITE 116
HOBE SOUND, FLORIDA 33455

Page 3 . Articles of incorporation of: GLOBAL AVIATION LEASING, INC.

The undersigned incorporator (s) has (have) executed these Articles of Incorporation this
the 14 day of January, 1999.

Signed:

A handwritten signature in black ink, appearing to read 'Mark Daniels', written over a horizontal line.

MARK DANIELS V.P. / REGISTERED AGENT

CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of sections 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: **GLOBAL AVIATION LEASING, INC.**

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

Name: MARK DANIELS

Address: 8949 S.E. BRIDGE RD., SUITE 116
HOBE SOUND, FLORIDA 33455

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in the 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 obligation of my position as registered agent.

Signed: _____

MARK DANIELS

Date: _____

January 14, 1999

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