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February 11, 1999

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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-02/12/99--01036--005
*****78.75 *****78.75

Re: Incorporation of AK AERO SERVICES, INC.

Dear Sir or Madam:

Enclosed please find an original and two copies of the Articles of Incorporation of AK Aero Services, Inc. and the Designation and Acceptance of Registered Agent. Enclosed also please find a check in the amount of \$78.75 for the following fees: (1) \$35.00 - Filing Articles of Incorporation; (2) \$35.00 - Registered Agent Designation; (3) \$8.75 - Certificate of Status.

Please return a date stamped copy of the Articles of Incorporation and Registered Agent Designation and the Certificate of Status to: Michael A. Trinkler, P.A., 2295 Corporate Boulevard, N.W., Suite 134, Boca Raton, FL 33431.

Please call me should you have any questions.

Sincerely,



Michael A. Trinkler

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
AK AERO SERVICES, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation is

AK AERO SERVICES, INC.

ARTICLE II - PRINCIPAL OFFICE

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

**21825 Beachnut Drive
Boca Raton, FL 33433**

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is 1,000 shares of Common Stock, for a nominal or par value of \$1.00 per share.

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TALLAHASSEE, FLORIDA

ARTICLE V - PREEMPTIVE RIGHTS

Every stockholder, upon sale for cash of any new stock in this corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at a price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered office and agent of this corporation is:

ARUN T. KAPUR
21825 Beachnut Drive
Boca Raton, FL 33433

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The names and addresses of the directors of this corporation are:

ARUN T. KAPUR
21825 Beachnut Drive
Boca Raton, FL 33433

ARTICLE VIII - INCORPORATOR

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

ARUN T. KAPUR
21825 Beachnut Drive
Boca Raton, FL 33433

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officers or directors or any former officers or directors to the full extent permitted by law.

ARTICLE X - I.R.C. STOCK PROVISION

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations thereunder. Such actions as are necessary will be taken by the appropriate officers of the Corporation to accomplish this compliance.

ARTICLE XI - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this 10th day of February, 1999.

By: 
ARUN T. KAPUR

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHICH
PROCESS MAY BE SERVED**

In pursuance to Chapter 607, Florida Statutes, the following is submitted, in compliance with said Act.

1. The name of the corporation.

AK AERO SERVICES, INC.

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

**ARUN T. KAPUR
21825 Beachnut Drive
Boca Raton, FL 33433**

DIVISION OF REGISTRATIONS
TALLAHASSEE, FLORIDA

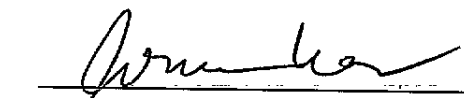
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ACKNOWLEDGMENT:

Having been named 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.

Dated: February 10th, 1999.


ARUN T. KAPUR
Registered Agent