OFFIC OSE OLUMBUMENT)	118699
LALARUS CORPORATE FILING SERVICE, INC.  (Requestor's Name)  3320 S.W. 87th AVENUE  (Address)  MIAMI, FLORIDA (305)552-5973  (City, State, Zip) (Phone #)  LOCAL REPRESENTATIVE TALLAHASSEE	300002788483——9 -02/26/9301047016 ******78.75 ******78.75
CORPORATION NAME(S) & DOCUMENT NUM	
1. HCAO - COM, //C.  (Corporation Name)  3. (Corporation Name)  4. (Corporation Name)	(Document #)  (Document #)  (Document #)  (Document #)  (Document #)  (Document #)
Walk in Pick up time 200  Mail out Will wait Photocopy	Certified Copy  Certificate of Status
Profit Amendment NonProfit Resignation of Limited Liability Change of Regis Domestication Dissolution/With Other Merger	R.A., Officer/Director
Annual Report  Fictitious Name  Name Reservation  REGISTRATIO  QUALIFICATIO  Foreign  Limited Partners  Reinstatement  Trademark  Other	

# ARTICLES OF INCORPORATION

99 FEB 26 PM I2: 55
SECRETARY OF STATE
TALLAHASSEE FLORID

The Undersigned, acting as incorporator of a corporation, under the Florida General Corporation Act., adopts the following Articles of Incorporation of such Corporation.

# ARTICLE I

The name of the Corporation is AERO-COM, INC.

## ARTICLE II

The date of commencement of corporation existence is the 22 day of FEBRUARY 1999, and the period of its duration is perpetual.

## ARTICLE III

The purpose of the Corporation is to engage in any activities or business permitted under the laws of the Untied States and the State of Florida.

# <u>ARTICLE IV</u>

The Corporation shall have the authority to issue 100 shares, all in one class \$1.00 value.

### ARTICLE V

The Address of its Registered Office is 6708 N.W. 72 AVE. MIAMI, FL. 33166. This is the Principal Office of the Corporation, and the name of its initial Registered Agent (s) (is) (are) JOSE M. ESCALANTE.

### ARTICLE VI

The number of Director (s) constituting its initial Board of Directors (is) (are) 3 (which) (whose) name (s) (is) (are) JOSE M. ESCALANTE, ROLAND FONGON, ANGEL M. PARRA.

#### ARTICLE VII

The name and address of the incorporator (s) (is) (are) PRES. JOSE M. ESCALANTE 9601 SW 142 AVE #518 MIAMI, FL. 33186- TREA. ROLAND FONGON 12010 PINE NEEDLE LN. MIAMI, FL 33156-VICE-PRES. ANGEL M. PARRA 15823 STONE TOWER ST. DAVIE, FL. 33331.

## ARTICLE IX

Preemptive Rights shall be as follows: subject to the restrictions of the Florida General Corporation Act., the holders of the common stock of this corporation shall have preemptive rights to purchase at price, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of the corporation as may be issued for money or any property, or services from time to time, in addition to that stock authorized (and issued) by the Corporation.

The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the Holder to all shares of common stock currently authorized and issued.

DATED THIS 22 day of FEBRUARY 1999.

X JOSE M. ESCARANTE

XROLAND FONGON

v 44//////

XANGEI) M. PARRA

X ( / I//// I//

x /

Signature

Signature

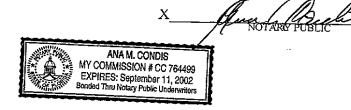
STATE OF FLORIDA COUNTY OF DADE ]

S.S.

BEFORE ME, The Undersigned authority, personally appeared JOSE M. ESCALANTE, ROLAND FONGON, ANGEL M. PARRA.

Who (is) Whose (are) to me well (known) to be the Person (s) described in and (who) (whose) to the above Articles of Incorporation, and (he) (they) (she) did freely and voluntarily acknowledged before me according or according us to law that (he) (they) (she) made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF (I) (We) have hereunto set (my) (our) and (a) and (my) (our) official seal, at Miami Dade, County Florida this 22 day of FEBRUARY 1999.



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE: NAMING AGENT UPON PROCESS MAY BE SERVED: In pursuance of Chapter 48.091 Florida Statutes, the following if submitted in compliance with said Act.

First AERO-COM, INC. desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the City of MIAMI County of Dade, State of Florida, has named JOSE M. ESCALANTE, located at 6708 NW. 72 AVE. MIAMI, FL. 33166 as its Agent to accept services of process within this State ACKNOWLEDGEMENT: Having been named to accept, services of process for the above State Corporation, at place designated in this Certificate: (I) (We) hereby accept, to act, in this capacity and agreed to comply with the provisions of said Act., relative to keeping open Said Office.

ESIDENT AGENT

JOSE M. ESCALANTE

99 FEB 26 PH I2: 55
SECRETARY OF STATE