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LAW OFFICES

*Ronald L. Miller*

VENTURE CORPORATE CENTER I  
SUITE 320  
3440 HOLLYWOOD BOULEVARD  
HOLLYWOOD, FLORIDA 33021  
(954) 961-7706 (BROWARD)  
(954) 967-8577 (FAX)

March 4, 1999

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

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

Re: Universal Pilot, Inc.

Dear Sir/Madam:

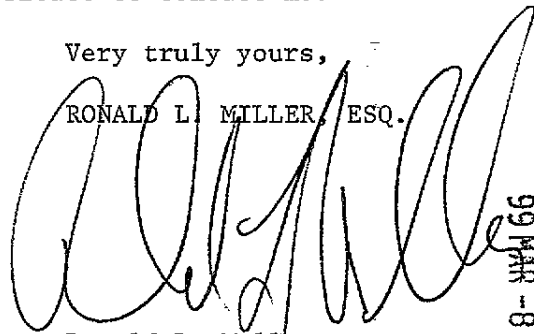
Enclosed please find original and one (1) copy of Articles of Incorporation for Universal Pilot, Inc. along with my Law Office Check payable to Secretary of State in the amount of \$78.75 regarding the filing fee and requested Certified Copy of Articles of Incorporation.

Kindly have the Certified Copy of Articles of Incorporation for Universal Pilot, Inc. mailed to my office at your earliest convenience.

Thank you in advance for your cooperation in this matter, and should you have any questions at all, please do not hesitate to contact me.

Very truly yours,

RONALD L. MILLER, ESQ.



Ronald L. Miller

RLM:jm  
Encl.

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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ARTICLE OF INCORPORATION

OF

UNIVERSAL PILOT, INC.

WE, the undersigned, hereby associate for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation, liabilities, rights, privileges and immunities of corporation for profit.

ARTICLE I

The name of the Corporation shall be  
UNIVERSAL PILOT, INC.

Its business shall be carried on in Florida and at such other points and places in the State of Florida and in the United States and foreign countries as may, from time to time, be authorized by the Board of Directors.

ARTICLE II

The general nature of the business to be transacted is as follows:

To engage in a business and to execute any and all the powers authorized and permitted by virtue of the Corporate laws of the State of Florida. This corporation shall have all of the general powers, but no recitation, expression or declaration of specific or special powers or purposes herein enumerated shall be deemed to be exclusive, but it is hereby expressly declared that all other lawful powers permitted to corporations for profit are hereby included.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time shall be TEN THOUSAND

(10,000) Shares at ONE (1.00) Par Value.

ARTICLE IV

The minimum capital requirement of this corporation shall be that which is required by Florida law.

ARTICLE V

This corporation shall exist perpetually.

ARTICLE VI

The principal place of business of this Corporation shall be located at 3440 Hollywood Boulevard, Suite 320, Hollywood, Florida 33021, and it may have such other place of business, both within and without the State of Florida and in foreign countries as may be necessary or convenience, with its mailing address at: 3440 Hollywood Boulevard, Suite 320, Hollywood, Florida 33021.

ARTICLE VII

The business of this Corporation shall be conducted by a Board of Directors of not less than Two (2) Directors, the exact number of Directors to be fixed by the By-Laws of this Corporation.

ARTICLE VIII

The names and post office addresses of the Board of Directors of this Corporation shall hold office until the organization meeting of this Corporation or until their successors are elected and have qualified are as follows:

REINER GUSTAV KERSTEN

3415 North Ocean Drive  
Hollywood Beach, Florida 33019

ERDAL EREN

Niestetal  
Kasslerstr 12, Germany

ARTICLE IX

The names and post office addresses of the subscribers to these

Articles of Incorporation and a statement of the number of shares of Common Stock and percentage of ownership in the corporation which they have agreed to take are as follows:

<u>NAME AND ADDRESS</u>	<u>NO. OF SHARES</u>	<u>OWNERSHIP PERCENTAGE</u>	<u>PAR VALUE</u>
REINER GUSTAV KERSTEN 3415 North Ocean Drive Hollywood Beach, Florida 33019	2,500	50%	\$1.00
ERDAL EREN Niestetal Kasslerstr 12, Germany	2,500	50%	\$1.00

The Provisions of this Charter and each and every Article and section thereof and the By-Laws of this Corporation shall be considered a part of every contract and transaction to which this Corporation shall be a party. Every person, association, and/or Corporation dealing with this Corporation are hereby charged with notice and knowledge of this Corporation.

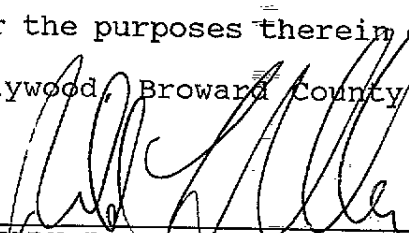
IN WITNESS WHEREOF, I have hereunto set our hand and seal this 2<sup>nd</sup> day of March, 1999.

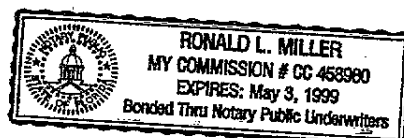
  
REINER GUSTAV KERSTEN

STATE OF FLORIDA )  
:  
COUNTY OF BROWARD )

BEFORE ME, the undersigned authority, personally appeared, REINER GUSTAV KERSTEN, to me well known to be the person described in and who executed and subscribed to the same for the purposes therein expressed.

WITNESS my hand and seal at Hollywood, Broward County, Florida, this 2<sup>nd</sup> day of March, 1999.

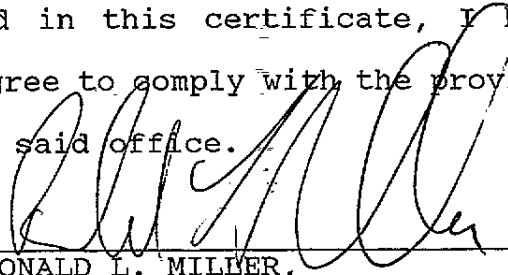
  
NOTARY PUBLIC



That UNIVERSAL PILOT, INC., desiring to organize under the laws of the State of Florida with its principal offices as indicated in these Articles of Incorporation in Broward County, Florida has named RONALD L. MILLER, ESQUIRE, located at 3440 Hollywood Boulevard, Suite 320, Hollywood, Florida 33021, as its agent to accept service of process within the State of Florida.

ACKNOWLEDGEMENT

HAVING BEEN named to accept service of process for the above named Corporation at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

  
\_\_\_\_\_  
RONALD L. MILLER,  
Registered Agent

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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