

Aviation Legal Group, P.A.

P99000029054

March 24 1999

Via FedEx Domestic Airbill
Tracking No.: 811 282 835 950

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

RE: Superhawk Holdings, Inc.

Dear Ladies and Gentlemen:

Enclosed please find the Articles of Incorporation for Superhawk Holdings, Inc. and check number 1562 drawn on the operating account of Aviation Legal Group, P.A. in the sum of Seventy United States Dollars (US\$70.00) and made payable to the Florida Secretary of State, Division of Corporations.

I have also enclosed a copy of the Articles of Incorporation. Please return the photocopy to the undersigned in the self-addressed, Federal Express envelope (complete w/ airbill) provided for that purpose. Thank you in advance for your prompt attention to this matter. My best to you.

Kindest regards,

AVIATION LEGAL GROUP, P.A.

[Signature]
Scott C. Burgess, Esquire

enclosure

*Dmc
3/30/99*

800002817918--4
-03/25/99--01038--004
*****70.00 *****70.00

FILED
99 MAR 25 PM 12:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A Member of the Aviation Professionals Group

FILED

ARTICLES OF INCORPORATION
OF
SUPERHAWK HOLDINGS, INC.

99 MAR 25 PM 12:42

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

The name of the corporation shall be:

Superhawk Holdings, Inc.

ARTICLE II

The corporation's principal place of business shall be located in the City of Fort Lauderdale, Broward County, Florida, and its mailing address shall be as follows:

Superhawk Holdings, Inc.
c/o Scott C. Burgess, Esquire
Aviation Legal Group, P.A.
1041 Southeast 17th Street
Mailbox 15
Fort Lauderdale, FL 33316

ARTICLE III

The aggregate number of shares that the corporation shall have authority to issue and to have outstanding at any one time is 100 shares. All such shares shall be of a single class, designated as common with a par value of \$1.00.

ARTICLE IV

Pursuant to the provisions of sections 607-0501, Florida Statutes, the registered agent of the corporation is Scott C. Burgess, Esquire, and the registered agent's street address is:

Aviation Legal Group, P.A.
1041 Southeast 17th Street, Penthouse
Fort Lauderdale, FL 33316

ARTICLE V

The initial Board of Directors shall have one member, whose name and address is as follows:

Kirk S. Mueller
1041 Southeast 17th Street
Penthouse
Fort Lauderdale, Florida 33316

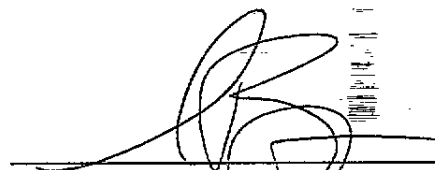
The number of directors may be raised and lowered by amendment of the bylaws of the corporation, but in no case shall be less than one.

ARTICLE VI

The incorporator of this corporation is Scott C. Burgess, whose street address is:

Aviation Legal Group, P.A.
1041 Southeast 17th Street, Penthouse
Fort Lauderdale, FL 33316


DATED this 23rd day of March 1999.



Scott C. Burgess, Incorporator

HAVING BEEN NAMED AS THE 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 provision of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

DATED this 23rd day of March 1999.



Scott C. Burgess, as Registered Agent