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 LAGARUS 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

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. POLAR AVIATION, INC.
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

- Walk in Pick up time 2:00 Certified Copy
 Mail out Will wait Photocopy Certificate of Status

| NEW FILINGS | |
|-------------------------------------|-------------------|
| <input checked="" type="checkbox"/> | Profit |
| <input type="checkbox"/> | NonProfit |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication |
| <input type="checkbox"/> | Other |

| AMENDMENTS | |
|--------------------------|---------------------------------------|
| <input type="checkbox"/> | Amendment |
| <input type="checkbox"/> | Resignation of R.A., Officer/Director |
| <input type="checkbox"/> | Change of Registered Agent |
| <input type="checkbox"/> | Dissolution/Withdrawal |
| <input type="checkbox"/> | Merger |

| OTHER FILINGS | |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report |
| <input type="checkbox"/> | Fictitious Name |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/QUALIFICATION | |
|----------------------------|---------------------|
| <input type="checkbox"/> | Foreign |
| <input type="checkbox"/> | Limited Partnership |
| <input type="checkbox"/> | Reinstatement |
| <input type="checkbox"/> | Trademark |
| <input type="checkbox"/> | Other |

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 TALLAHASSEE FLORIDA
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Examiner's Initials

**ARTICLES OF INCORPORATION
OF
POLAR AVIATION, INC.**

I, the undersigned, do hereby execute, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be: POLAR AVIATION, INC.

ARTICLE II

This corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE III

This corporation is authorized to issue One Thousand shares of common stock with a par value of \$1.00.

ARTICLE IV

This corporation shall have perpetual existence, commencing on the subscription and acknowledgment of these Articles, except that in the event the Articles are not filed with the Secretary of State within five (5) days, exclusive of legal holidays, after subscription and acknowledgment hereof, corporate existence shall begin on the date that these Articles are filed with the Secretary of State.

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TALLHASSEE FLORIDA

ARTICLE V

The street address of the initial registered office of the corporation shall be: 2601 BAYSHORE DRIVE, SUITE 1400, COCONUT GROVE, FLORIDA, 33133 and the name of the initial registered agent at such address is: OSCAR ARROYAVE.

ARTICLE VI

This corporation shall have at least two directors, with the exact number to be specified by the stockholders from time to time, unless the stockholders shall, by a majority vote hereafter, determine that the corporation be managed by the stockholders.

ARTICLE VII

The names and addresses of the initial directors of the corporation who shall hold office for one year, or until their successors are duly elected and qualify, shall be:

Oscar Arroyave
2601 Bayshore Drive
Suite 1400
Coconut Grove Florida

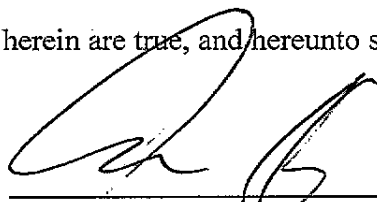
Neale J. Poller
550 Biltmore Way
Suite 700
Coral Gables, Florida

ARTICLE VIII

The names and addresses of the Incorporator of the corporation is:

Oscar Arroyave
2601 Bayshore Drive
Suite 1400
Coconut Grove, Florida

IN WITNESS WHEREOF, we, the undersigned, being the original Incorporators of the above-named corporation for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file these Articles hereby declaring and certifying that the facts stated herein are true, and hereunto set my hand and seal on this 17th day of June 1999.




OSCAR ARROYAVE

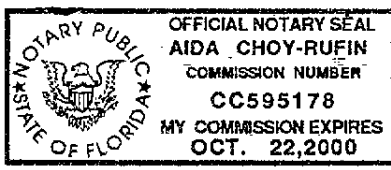
STATE OF FLORIDA)
)
COUNTY OF MIAMI-DADE)

BEFORE ME, a Notary Public authorized in the State and County set forth above, personally appeared OSCAR ARROYAVE to me and known by me to be the person who, as Incorporator, executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 17th day of June, 1999.



NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE



My commission Expires:

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, at the place

designated in Article V of these Articles of Incorporation, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of its duties.

Dated this 17th day of June, 1999.



OSCAR ARROYAVE

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