

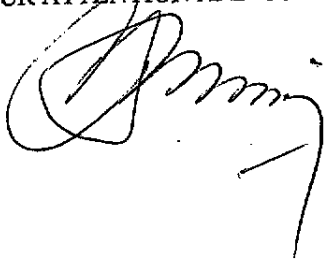
P990000 S9949

TO : FLORIDA DIVISION OF CORPORATIONS.

TO WHOM IT MAY CONCERN :

ENCLOSE IS A MONEY ORDER IN THE AMOUNT OF \$ 78.75 FOR FILE THIS CORPORATION
AND IN ORDER TO GET IT SOON ALSO IS ENCLOSE A PRIORITY MAIL SELF ADDRESSED
ENVELOPE.
THANKS FOR YOUR ATTENTION AND COOPERATION.

RAUL MARIANI.



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
AMERICAN INVESTMENTS GROUP OF PALM BEACH, INC.

We the undersigned, all of whom are of the legal age do hereby associate ourselves for the purpose of becoming a corporation under the laws of the State of Florida authorizing the formation of corporations.

ARTICLE I

NAME

The name of this corporation shall be :

AMERICAN INVESTMENTS GROUP OF PALM BEACH, INC.

ARTICLE II

GENERAL NATURE OF BUSINESS

The general nature of the business and the object and purposes proposed to be transacted and carried on are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, to wit :

a) To import, export, purchase, obtain on consignment, sell avionics equipment, such radio, communications systems, navigation equipment, aircraft parts, such engines, fuel tanks, tires, bolts and everything related or to be used in an aircraft. Pilot supplies, such headsets, intercoms, aeronautical charts, instructional materials, such text books, VHS courses, log books, and everything related to pilot needs .

b) To purchase, manufacture, acquire, hold, own, mortgage, hypothecate, pledge, lease, sell, assign, transfer, invest in, or trade, aircraft, aerobatics aircraft, shows their performances, maneuverability, safety factors, give instruction, perform air shows.

c) To subscribe for, purchase, invest in, hold, own, assign, pledge and otherwise dispose of shares of capital stock, bonds, mortgage debentures, notes and other securities obligations, contracts and evidence of indebtedness of any persons, firms associations or other corporations, whether domestic or foreign, and to exercise with respect to any such shares of stock, bonds and other securities, any and all rights, powers and privileges of individual ownership, including the right to vote thereon, to issue bonds and other obligations, and to secure the same by pledging or mortgaging the whole or any part of the property of the corporation, and to sell such bonds and other

obligations for proper corporate purposes, and to do any and all acts and things tending to increase the value of the property at any time held by the corporation.

d) To acquire, hold, undertake and fully exploit the good will, property rights,

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franchises and assets of every kind, and the liabilities of any person, firm, association or corporation, either wholly, and to pay for same in cash, stocks or bonds of the corporation or otherwise.

e) To borrow money and contract debts when necessary in the purchase or acquisition of real, personal and intangible property, business rights or franchises, or for additional working capital, or for any other object in or about its business or affairs and without limit as to amount, to incur debts and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale of other disposition of bonds, warrants, debentures, obligations, negotiable and transferable instruments and evidence of indebtedness of all kinds, whether, secured by mortgage, pledge, deed of trust or otherwise.

f) In any matter to acquire, enjoy, utilize and to dispose of patents, copyrights and trademarks, any license or other rights or interest therein and thereunder.

g) To conduct business and operations and to have one or more office and hold, purchase, mortgage, lease, dispose of, deal in , and convey real and personal property without restrictions in this State and in other of the several States, territories, possessions, and dependencies of the United States, the District of Columbia, and in any and all foreign countries.

h) To purchase or otherwise acquire, become interested in, deal in and with, invest in, hold, pledge, mortgage, lend money on, exchange or otherwise dispose of, or turn to account or realize upon as owner, agent, broker, or factor all forms of securities, including stocks, bonds, debentures, mortgages, notes, evidences of indebtedness, leases, options, certificates evidencing share of or interest in common law trusts estates or associations, certifications of trust, beneficial interest in trust, mortgages, contracts and other instruments, securities and rights to investigate and report with respect to, and to undertake, carry on, aid, assist or participate in the organization, liquidation or reorganization of initial, commercial, mercantile, manufacturing, industrial or other business concern, firms, association and corporations, to institute, participate in or promote commercial, mercantile financial industrial enterprises and operations.

i) To engage in and carry on any advertising business in connection with property of any nature, owned, leased or otherwise acquired by this corporation, as principal or agent, with the power to enter contracts for any such advertising, and to make and carry out contracts of every kind and nature as may be conducive to the accomplishment of any purpose of the corporation.

j) To do any and all things, and everything necessary for the accomplishments of the objects enumerated in these articles of incorporation or any amendment thereto necessary to the protection and benefit of the corporation and in general to carry on any lawful business necessarily incidental to the attainment of the objects of the corporation whether or not such business is similar in nature to the object set forth herein, it being understood that the enumeration of specific powers in this Certificate of Incorporation shall not be deemed to be exclusive, but all other lawful powers conferred by the statutes of the States of Florida are hereby included.

ARTICLE III

CAPITAL STOCK

The capital stock of this corporation shall be 100 SHARES \$ 75.00, par value,

common stock. STOCK shall have full voting rights, pre-emptive privileges, non - cumulative as to dividends, and shall be issued fully paid and non - assessable. The stock shall be restricted as to transfer as follows: This stock may not be transferred on the books of this corporation, without first giving the for **TEN (10) DAYS** to the corporation at the book value of the stock, and thereafter for **FIVE (5) DAYS** to any stockholders of record at the same price and terms of any bona fide offer which the holder may desire to accept.

All of said stock shall be payable in cash, equipment, property, real o personal labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this Corporation.

ARTICLE IV

PRINCIPAL PLACE OF BUSINESS

The principal place of business of said corporation shall be at: 6315 LA COSTA DRIVE. APT. A. BOCA RATON, FLORIDA 33433, with the privilege of having branch offices at other places within or without the State of Florida.

ARTICLE V

CORPORATE EXISTENCE

This corporation shall exist perpetually unless sooner dissolved according to the law.

ARTICLE VI

NUMBER OF DIRECTORS

The number of Directors of this corporation shall be not less than ONE (1) no more than EIGHT (8).

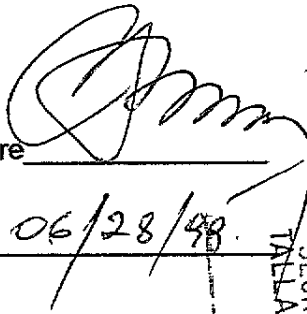
ARTICLE VII

REGISTERED AGENT AND OFFICE

The Registered Agent of the Corporation shall be : Raul A Mariani , and the registered office shall be located : 6315 La Costa Drive, Apt. A , Boca Raton, Fl 33433 Having been named as 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 agreed 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 obligation of my position as registered agent.

Signature _____

Date _____



06/28/98

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE VIII

DIRECTORS

The names and post offices addresses of the first Board of Directors of the Corporation who shall hold the office for the first year or until their successors are chosen, shall be :

<u>NAME</u>	<u>ADDRESS</u>
RAUL A MARIANI President-Secretary	6315 LA COSTA DRIVE. APT. A. BOCA RATON. FLORIDA 33433.
MARIA DEL CARMEN LATORRACA Vice - President	6315 LA COSTA DRIVE. APT. A. BOCA RATON. FLORIDA 33433.
ENRIQUE MICHALSEN Treasurer	6315 LA COSTA DRIVE. APT. A. BOCA RATON. FLORIDA 33433.

ARTICLE IX

SUSCRIBERS

<u>NAME</u>	<u>ADDRESS</u>
RAUL A MARIANI	6315 LA COSTA DRIVE. APT. A.. BOCA RATON. FLORIDA 33433.

ARTICLE X

This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute or set out in the corporate by - laws, so long as same does not conflict with the Florida Statutes.

The directors of this corporation shall have the power to make or amend the By - Laws, to fix any amount to be reserved for working capital.

The private property of the stockholders shall not be subject to the payment of the corporate debts to any extent whatsoever. The Corporation shall have a first lien on the shares of its members and upon the dividends due them for any indebtedness of such members of the corporation.

ARTICLE XI

The officers of the corporation shall be controlled by the Board of Directors, and each resolution shall require the approval by majority vote of all directors before its adoption as a corporate act.

No person shall be required to own, hold, or control stock in this corporation as a condition precedent to holding an office in this corporation.

The original incorporators of this corporation shall have the right, upon its organization, to assign and deliver their subscription of stock as set forth in Article X hereof, to any other person, or to firms or corporations who may hereafter become subscribers to the capital stock of the corporation, who upon acceptance of said assignment shall stand in lieu of the original incorporators, and assume and carry out all the rights, liabilities and duties entitled by said subscribers, subject to the laws of the State of Florida, and the execution of the necessary instruments of assignment.

IN WITNESS WHEREOF, the undersigned, being the original subscriber to the capital stock herein above named, for the purpose of forming a corporation to do business within and without the State of Florida, under the laws of the State of Florida, do make and file these Articles, hereby declaring and certifying that the facts herein stated are true, and do respectfully agree to take the number of shares hereinabove set forth, and hereunto set our hand and seals, this 28 day of the month of JUNE, 1999.

SUBSCRIBER :


RAUL A MARIANI

STATE OF FLORIDA)

SS

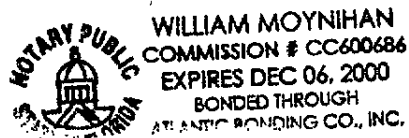
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned authority personally appeared Raul A Mariani, who are known to me to be the person described in and who executed the foregoing Articles of Incorporation, and who, after being by me first duly sworn, under oath, depose and said and do acknowledge before me, that the said articles are to be the act and deed of the signers respectively and respectfully, and the facts and matters therein set forth are true and correct.

WITNESS my hand and official seal at Boca Raton, Palm Beach County, Florida, this 28 day of JUNE, 1999.


RAUL A MARIANI


NOTARY PUBLIC



ID: ARGENTINA
PASSPORT