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P99000066020

July 15, 1999

State of Florida
Department of State
Corporate Division
P.O. Box 6327
Tallahassee, FL 32314

Re: CASTRICONE AIR SERVICES, INC.
New corporation filing

FILED
99 JUL 19 PM 3:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir/Madam:

Please find enclosed the original and one copy of Articles of Incorporation and Certificate Designating Registered Agent for the above-referenced corporate entity, and a check in the amount of \$78.75 to cover the filing fees.

Please file these documents with the Secretary of State and the certified copy to the undersigned at the following address:

2601 Broadway, Suite 3
Riviera Beach, Florida 33404

900002935239--1
-07/19/99-01114-007
*****78.75 *****78.75

Thank you for your assistance.

Very truly yours,



James P. Cooksey

JPC/dst

C. GALLMON CASE

JUL 26 1999

FILED
99 JUL 19 PM 3:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF
CASTRICONE AIR SERVICES, INC.

ARTICLE I-NAME

The name of this corporation is CASTRICONE AIR SERVICES, INC.

ARTICLE II-DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III-PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of Florida.

ARTICLE IV-CAPITAL STOCK

This corporation is authorized to issue 1,000 Shares of One Dollar (\$1.00) par value common stock.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - PRINCIPAL OFFICE, MAILING ADDRESS,
REGISTERED OFFICE, AND REGISTERED AGENT

The street address of the principal office of the corporation is 5805 Daphne Drive, West Palm Beach, FL 33415. The mailing address of this corporation is 5805 Daphne Drive, West Palm Beach, FL 33415. The street address of the initial registered office of this corporation is 5805 Daphne Drive, West Palm Beach, FL 33415. The name of the initial registered agent of this corporation is Randy Castricone, and the address of the initial registered agent is 5805 Daphne Drive, West Palm Beach, FL 33415.

ARTICLE VII-INITIAL BOARD OF DIRECTORS

This corporation shall have one Director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws, however, there shall never be less than one Director nor more than five. The name and address of the initial Board of Directors of the corporation is Randy Castricone, 5805 Daphne Drive, West Palm Beach, FL 33415.

ARTICLE VIII-INCORPORATORS

The name and address of the Incorporator signing these articles is Randy Castricone, 5805 Daphne Drive, West Palm Beach, FL 33415.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Office or Director or any former officer or director, to full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 8 day of July, 1999.

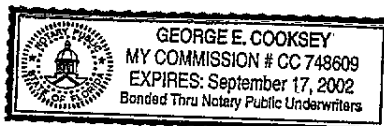

Randy Castricone
Incorporator

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Randy Castricone, known to be and known by me personally to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me, under oath, that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 8 day of July, 1999.


NOTARY PUBLIC
STATE OF FLORIDA AT LARGE



CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF
AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to the provisions of sections 48 and 617, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/agent, in the State of Florida.


The name of the corporation is CASTRICONE AIR SERVICES, INC.

The name and address of the registered agent is:

Randy Castricone
5805 Daphne Drive
West Palm Beach, FL 33415

Dated: July 8, 1999

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Randy Castricone
Registered Agent

FILED
99 JUL 19 PM 3:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA