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TRANSMITTAL LETTER

September 15, 1999

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

200002990282--0
-09/17/99--01103--005
*****70.00 *****70.00

Subject: **AVIATION & MARINE LOGISTICS, INC.**

Dear Sir or Madam:

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-09/17/99--01103--006
*****8.75 *****8.75

Enclosed please find:

1. An original of the articles of incorporation.
2. A copy of the articles of incorporation.
3. A money order in the amount of \$70.00 - Filing Fee
4. A money order in the amount of \$8.75 - Certified Copy

From: Augusto F. Santiago, Registered Agent
10260 N.W. 46 Street,
Miami, FL 33178

Daytime telephone number: (305) 599-9585

Thank you for your attention in this matter.


Augusto F. Santiago

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
AVIATION & MARINE LOGISTICS, INC.

We, the undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I – NAME

The name of the corporation shall be “Aviation & Marine Logistics, Inc”.

ARTICLE II – MAILING ADDRESS, REGISTERED OFFICE AND PRINCIPAL OFFICE

The mailing addresss and principal office of the corporation is its registered office and agent, as stated in the Article VI below, that is:

C/o Augusto F. Santiago
10260 N.W. 46 Street
Miami, FL 33178

ARTICLE III – PURPOSE

The corporation's purpose is to provide advice, services and support to individuals, corporations and in general to any legal entity in the aviation and marine business or industry and related activity, including radars and its electronics components. As well as, to be involved in the general import-export business, including aviation and marine parts or components.

ARTICLE IV – SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any time is 1,000 shares. The par value for each authorized share is \$0.10 (Ten cents of dollar).

The ownership of the shares of the stock is as follows:

Name of Stockholder	Address of the Stockholder	Number of Shares
Manuel G. Santiago a/k/a Manuel Grimaldo Santiago Fernandez	Quiroga 434 Lima 33, Perú	400
Augusto F. Santiago	10260 N.W. 46 Street Miami, FL 33178	400
Mario E. Santiago a/k/a Mario Eugenio Santiago Fernandez	Quiroga 434 Lima 33, Perú	200

TOTAL1,000

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TALLAHASSEE, FLORIDA

ARTICLE V – STOCKHOLDERS

1. PLACE OF MEETING

Meetings of stockholders shall be held on the principal office of the corporation or at such place within or without the State of Florida, as the board shall authorize.

2. ANNUAL MEETING

The annual meeting of stockholders shall be held on December, as the board shall call.

3. SPECIAL MEETINGS

The board may call special meetings of the stockholders or by the President or at the request of stockholders owning a majority of the stock entitled to vote at such meeting.

ARTICLE VI – INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent is:

Augusto F. Santiago
10260 N.W. 46 Street
Miami, FL 33178

ARTICLE VII – DIRECTOR

The corporation shall have one director. This director will have the title of "Executive-Director" of the corporation.

The Executive-Director manages the business in a daily basis manner and reports to the Assembly of Stockholders, and the President, Vice-President and Treasurer of the corporation.

In case of absence of the Executive-Director, an Alternate-Director will take the Executive-Director's position, holding the same powers and authority. The Alternate-Director is authorized to use the title of "Director".

Incorporators have appointed:

Augusto F. Santiago as Executive-Director
Manuel G. Santiago as Alternate-Director

Executive-Director and/or Alternate-Director, represent the corporation and are full empowered without any limitation to do all things necessary or convenient to carry out business and affairs of the corporation in accordance to section 607.0302 of the Florida General Corporation Act. Including, open and close account(s) with bank(s), and to deposit and withdrawn therein funds of the corporation. All drafts, checks and notes of the corporation payable on said account(s) shall be made in the name of the corporation, and sign by any of them, that is the Executive-Director or Alternate-Director.

ARTICLE VIII – DESIGNATED OFFICERS

The Officers of the corporation are:

Manuel G. Santiago, President and Treasurer
Augusto F. Santiago, Vice-President
Mario E. Santiago, Secretary

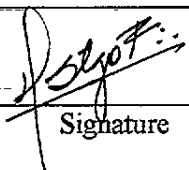
At any time, any designated officer represents the corporation and is full empowered without any limitation to do all things necessary or convenient to carry out business and affairs of the corporation in accordance to section 607.0302 of the Florida General Corporation Act. Including, open and close account(s) with bank(s), and to deposit and withdrawn therein funds of the corporation. All drafts, checks and notes of the corporation payable on said account(s) shall be made in the name of the corporation, and sign by any of them, that is the President/Treasurer, Vice-President or Secretary.

ARTICLE IX – INCORPORATORS

The name and addresses of the incorporators to this Articles of Incorporation are:

Name of Stockholder	Address of the Stockholder
Manuel G. Santiago	Quiroga 434 Lima 33, Perú
Augusto F. Santiago	10260 N.W. 46 Street Miami, FL 33178
Mario E. Santiago	Quiroga 434 Lima 33, Perú

Manuel G. Santiago:
Incorporator


Signature


09-15-1999
Date

Augusto F. Santiago:
Incorporator


Signature

9/15/99
Date

Mario E. Santiago:
Incorporator


Signature

09/15/99
Date

ACKNOWLEDGEMENT: Having been named and appointed as registered agent and to accept service of process of 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 provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Augusto F. Santiago:
Registered Agent


Signature

9/15/99
Date