

Division of Corporations

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Florida Department of State
Division of Corporations
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To: Division of Corporations
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0380-17130

FOREIGN PROFIT QUALIFICATION

CARCORP USA CORPORATION

Certificate of Status	1
Certified Copy	1
Page Count	05
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DIVISION OF CORPORATION

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Cascorp USA Corporation
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language or will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present)

2. DE 3. 280003788
(State or country under the law of which it is incorporated) (FBI number, if applicable)

4. 2/5/89 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.") (SEE SECTIONS 607.1501, 607.1502 and 817.135, F.S.)

7. 5550 Bee Ridge Road, Suite e-3
(Principal office address)
Gainesville, FL 34233
(Current mailing address)

8. Private airline charters
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Clayton E. Parker

Office Address: 201 S. Biscayne Blvd., 20th Fl
Miami, Florida 33131
(City) (Zip code)

10. Registered agent's acceptance:
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Clayton E. Parker
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

H03000218005

H03000218005

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Gregory Love
Address: 5550 Bee Ridge Road, Suite e-3, Sarasota, FL 34233
Sarasota, FL 34233

Vice Chairman:
Address:

Director:
Address:

Director:
Address:

B. OFFICERS

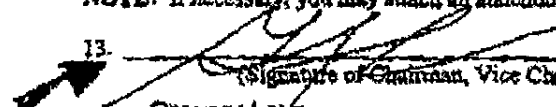
President: Gregory Love
Address: 5550 Bee Ridge Road, Suite e-3
Sarasota, FL 34233

Vice President:
Address:

Secretary: Gregory Love
Address: 5550 Bee Ridge Road, Suite e-3, Sarasota, FL 34233

Treasurer: Gregory Love
Address: 5550 Bee Ridge Road, Suite e-3, Sarasota, FL 34233

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Gregory Love
(Typed or printed name and capacity of person signing application)

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H03000218005

**UNANIMOUS WRITTEN CONSENT OF THE SOLE DIRECTOR
OF CARCORP USA CORPORATION, INC., A DELAWARE CORPORATION,
IN LIEU OF A SPECIAL MEETING**

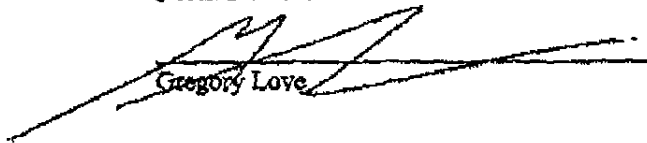
The undersigned, being the Sole Director of CARCORP USA CORPORATION, INC., a Delaware corporation (sometimes hereinafter, the "Corporation"), pursuant to the provisions of the laws of the State of Delaware, does hereby adopt the following resolutions to the same extent and to have the same force and effect as if adopted at a formal meeting of the Corporation's Sole Director, duly called and held for the purpose of acting upon proposals to adopt such resolutions.

RESOLVED, that in connection with the attached Application by Foreign Corporation for Qualification to Transact Business in Florida, the alternate name, Elite Flight Solutions, Inc., is hereby adopted for use by the Corporation in Florida rather than Carcorp USA Corporation.

RESOLVED, that the undersigned acknowledge that the Secretary of State of Florida will list the alternate name Elite Flight Solutions, Inc. as a cross-reference to the name, Carcorp USA Corporation.

IN WITNESS WHEREOF, the undersigned have executed this Unanimous Written Consent this 10 day of June, 2003.

DIRECTORS:


Gregory Love

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Delaware

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PAGE 1

The First State

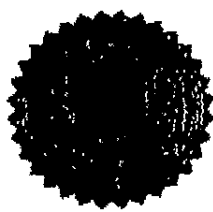
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CARCORP USA CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTEENTH DAY OF JUNE, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CARCORP USA CORPORATION" WAS INCORPORATED ON THE FIFTH DAY OF FEBRUARY, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

RECEIVED
JUN 20 2003
STATE OF DELAWARE
SECRETARY OF STATE



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2481179

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DATE: 06-18-03