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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850)922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305)541-3694
Fax Number : (305)541-3770

FLORIDA PROFIT CORPORATION OR P.A.

SOUTHERN AIR CARGO, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION

OF

SOUTHERN AIR CARGO, INC.

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract hereby form a corporation under the laws of the State of Florida.

ARTICLE I- CORPORATE NAME

The name of the corporation is: **SOUTHERN AIR CARGO, INC.**

The address of the corporation is as follows:

11765 BERRY DRIVE
COOPER CITY, Florida 33026

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV PLACE OF BUSINESS

The corporations place of business is:

11765 BERRY DRIVE
COOPER CITY, FLORIDA 33026

ARTICLE V- CAPITAL STOCK

This corporation is authorized to issue one thousand shares (1,000) of One Dollar(s) (\$1.00) par value Common Stock, which will be designated "Common Shares".

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the Initial Registered Agent of this Corporation is:

Name: **PHILIP A. SBROLLA, JR.**
Address: **299 ALHAMBRA CIRCLE SUITE 506**
City: **CORAL GABLES**

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State: FLORIDA
Zip: 33134

ARTICLE VII- INITIAL BOARD OF DIRECTORS

This corporation shall have **one (1)** director initially. the number of directors may either be increased or diminished from time to time by the **By-Laws**, but shall never be less than one (1). The name and address of the initial director of the corporation is as follows:

Name: JOANN MORELAND
Address: 11765 BERRY DRIVE
City: COOPER CITY
State: FLORIDA
Zip: 33026

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is as follows:

Name: JOANN MORELAND
Address: 11765 BERRY DRIVE
City: COOPER CITY
State: FLORIDA
Zip: 33437

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this **30th** day of **December** 1999.

Joann Moreland (Seal)

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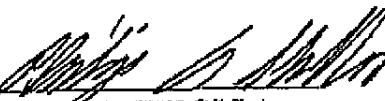
CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said act:

First that **SOUTHERN AIR CARGO, INC.** desires to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation in the City of Coral Gables, County of Dade, State of Florida, has named **PHILIP A. SBROLLA**, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service for the above said corporation, at the place designated in this certificate. I hereby accept to act in this capacity, and agree to comply with the provisions of said Act, relative to keeping open said office.

By: 
PHILIP A. SBROLLA

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