

**Electronic Articles of Incorporation
For**

P08000031945
FILED
March 27, 2008
Sec. Of State
bmcknight

FLORIDA AIR EXPRESS AIRLINES INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

FLORIDA AIR EXPRESS AIRLINES INC.

Article II

The principal place of business address:

ONE TERMINAL PARKWAY
MELBOURNE INTERNATIONAL AIRPORT
MELBOURNE, FL. US 32902

The mailing address of the corporation is:

558 GRAND CONCOURSE
BOX 2, GPO
THE BRONX, NY. US 10451

Article III

The purpose for which this corporation is organized is:

REGIONAL AIRLINE FLIGHT OPERATIONS, TRAVELING FROM ANY POINT IN FLORIDA, TO ANY POINT IN FLORIDA, TO ANY POINT WITHIN THE UNITED STATES, IT'S TERRITORIES AND POSSESSIONS, ETC.

Article IV

The number of shares the corporation is authorized to issue is:

30,000,000 MILLION COMMON SHARES

Article V

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

JESSE TEASLEY
5123 SW 9TH LANE
GAINESVILLE, FL. 32607

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: JESSE TEASLEY

Article VI

The name and address of the incorporator is:

LEROY GILLEAD II
558 GRAND CONCOURSE
BOX 2, GPO
THE BRONX, NY 10451-0002

Incorporator Signature: LEROY GILLEAD II

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: PRES
LEROY GILLEAD II
558 GRAND CONCOURSE, BOX 2, GPO
THE BRONX, NY. 10451 US