

Division of Corporations

**F03 000003075**

Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
Fax Number : (850)205-0383

From: Account Name : CORPORATE & CRIMINAL RESEARCH SERVICES  
Account Number : 110450000714  
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0380-17130

**FOREIGN PROFIT QUALIFICATION**

**CARCORP USA CORPORATION**

Certificate of Status	1
Certified Copy	1
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DIVISION OF CORPORATION

F03-3075  
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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 34239

Vice Chairman:  
Address:

Director:  
Address:

Director:  
Address:

B. OFFICERS

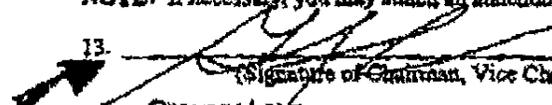
President: Gregory Love  
Address: 5550 Bee Ridge Road, Suite e-3  
Sarasota, FL 34233

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

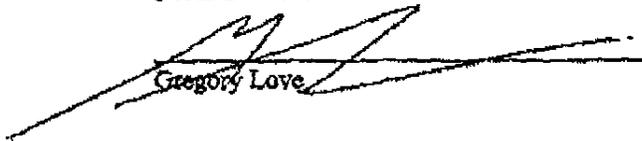
The undersigned, being the Sole Director of CARCORP USA CORPORATION, INC., a Delaware corporation (sometimes hereinafter, the "Corporation"), pursuant to the provisions of the laws of the State of Delaware, does hereby adopt the following resolutions to the same extent and to have the same force and 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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*The First State*

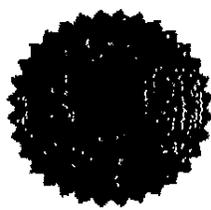
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CARCORP USA CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTEENTH DAY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



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2481179

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DATE: 06-18-03