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FOREIGN PROFIT QUALIFICATION

aerovias de puerto rico pt, inc.

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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.

Aerovias de Puerto Rico PT, Inc.

1. (Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

St. John, Antigua

2. (State or country under the law of which it is incorporated)

66-0845397

(FEI number, if applicable)

June 17th 2004

4. (Date of incorporation)

perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. (Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

315 Recinto Sur, Old San Juan, PR 00901

7. (Principal office address)

PO Box 3633801, San Juan, PR 00936-3801

(Current mailing address)

Airline Operation Start-up

8. (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 NOT acceptable)

Name: Richard Aguilar, CPA

Office Address: 757 NW 37th Ave #204

Miami

(City)

Florida

33125

(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.

(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.

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

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A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Dilean Reyes

Address: Laguna Gardens IV PH 14-A, Isla Verde

Carolina, PR 00979

Vice President: _____

Address: _____

Secretary: Jeffrey O. Reyes Rivera

Address: Condo Mundo Feliz Apt. 711, Isla Verde, Carolina, PR 00979

Treasurer: Jeffrey O. Reyes Rivera

Address: Condo Mundo Feliz Apt. 711, Isla Verde, Carolina, PR 00979

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

13. Dilean Reyes

(Signature of Director or Officer listed in number 12 of the application)

Dilean Reyes, President

14. _____

(Typed or printed name and capacity of person signing application)

14073



**FINANCIAL SERVICES REGULATORY COMMISSION
ANTIGUA AND BARBUDA**

CERTIFICATE OF GOOD STANDING

Pursuant to Section 332 of the International Business Corporation Act Cap. 222: of the Revised Laws of Antigua and Barbuda, the undersigned hereby certifies that:

AEROVIAS DE PUERTO RICO PT INC.

1. The above corporation was duly incorporated under the provision of the International Business Corporations Act Cap.222 on the 17th June, 2004 as corporation No 14073
2. of the register of International Business Corporations.
3. The name of the corporation is still on the register of the Commission and no proceedings have been instituted to strike the name of the corporation off the said register under the provision of Section 335 of the said Act.
4. The corporation has paid all fees and penalties due and payable under the provision of Section 283 of the said Act.
5. The corporation has not submitted to me articles of amalgamation or consolidation that have not yet become effective under the provision of Section 341 of the said Act.
6. The corporation is not in the process of being wound up or dissolved under the provision of Sections 292, 295, 299 and 300 of the said Act.

REGISTERED

[Signature]
Administrator CEO
Financial Services Regulatory Commission

Registered at St. John's, Antigua
this 22nd day of February, 2005