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Account Name : CORPORATION SERVICE COMPANY  
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FOREIGN PROFIT QUALIFICATION

CARIBBEAN AIRLINES SERVICES, INC.

Certificate of Status	0
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Page Count	04
Estimated Charge	\$70.00

22 12/22/05  
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FLORIDA  
STATE

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4

**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. CARIBBEAN AIRLINES SERVICES, INC.  
(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)

2. DELAWARE 3. \_\_\_\_\_  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. NOVEMBER 3, 2005 5. PERPETUAL  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. None  
(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 610 S. W. 34th Street, Suite 303, Ft. Lauderdale FL 33315  
(Principal office address)

610 S. W. 34th Street, Suite 303, Ft. Lauderdale FL 33315  
(Current mailing address)

8. Aviation services  
(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301  
(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.*

Corporation Service Company  
By: Cynthia L. Harris  
(Registered agent's signature)

**Cynthia L. Harris  
as its agent**

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: R. Allen Stanford

Address: 610 S. W. 34th Street, Suite 303, Ft. Lauderdale FL 33315

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: William "Skip" Barnette

Address: 610 S. W. 34th Street, Suite 303, Ft. Lauderdale FL 33315

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS**

President: William "Skip" Barnette

Address: 610 S. W. 34th Street, Suite 303, Ft. Lauderdale FL 33315

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: Yolanda M. Suarez

Address: 610 S. W. 34th Street, Suite 303, Ft. Lauderdale FL 33315

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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

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

14. William "Skip" Barnette, President  
(Typed or printed name and capacity of person signing application)

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# Delaware

PAGE 1

## *The First State*

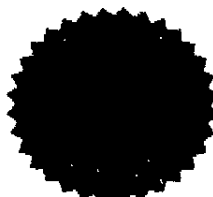
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CARIBBEAN AIRLINES SERVICES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTEENTH DAY OF DECEMBER, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CARIBBEAN AIRLINES SERVICES, INC." WAS INCORPORATED ON THE THIRD DAY OF NOVEMBER, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

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DELAWARE



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 4371712

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DATE: 12-14-05