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AVILA RODRIGUEZ MENA & FERRI LLP

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Page 1 of 1

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Florida Department of State
Division of Corporations
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TALLAHASSEE, FLORIDA

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To:

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From:

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Account Name : AVILA RODRIGUEZ HERNANDEZ MENA & FERRI LLP
Account Number : I20070000136
Phone : (305) 779-3564
Fax Number : (305) 779-3561

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: achiru@arhmf.com

FOREIGN PROFIT/NONPROFIT CORPORATION
AEROVIAS DE INTEGRACION REGIONAL S.A., INC.

Certificate of Status	0
Certified Copy	1
Page Count	17
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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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November 16, 2009

FLORIDA DEPARTMENT OF STATE

Division of Corporations

AVILA RODRIGUEZ HERNANDEZ MENA ET AL.

SUBJECT: AEROVIAS DE INTEGRACION REGIONAL S.A. "AIRES S.A.", INC.
REF: W09000050474

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Entities may file using only the entity's name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing an application and submitting the appropriate fees to this office.

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Becky McKnight
Regulatory Specialist II
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*Please file document as of date of submission,
November 13, 2009.*

Thanks!

*Avila
11/17/09*

FAX AUDIT # H09000240537

**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. The name of the corporation is Aerovias de Integracion Regional S.A., Inc.
2. The country under the law of which it is incorporated is Colombia
3. The Federal Employer Identification Number of the corporation is EIN # 98-0640393.
4. The date of incorporation is November 5, 1980.
5. The duration of the company is ninety nine (99) years after incorporation.
6. The principal office address of the corporation is Avenida El Dorado, Entrada No. 1, Hangar Aires S.A., Bogota, Colombia.
7. The current mailing address of the corporation is c/o 2525 Ponce de Leon Blvd., Suite 1225, Coral Gables, FL 33134.
8. The purpose of the corporation authorized in its country of incorporation to be carried out in the State of Florida is commercial, national or international air transportation.
9. The name and street address of the Florida registered agent is as follows:

Interamerican Corporate Services, LLC
2525 Ponce de Leon Blvd., Suite 1225
Coral Gables, FL 33134

10. 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 duties, and I am familiar with and accept the obligations of my position as registered agent.

By: 

Marco Ferri, Manager

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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 this jurisdiction under the law of which it is incorporated.

12. The names and business addresses of the directors and officers of the corporation are as follows:

A. DIRECTORS:

Hurtado Pérez, Francisco José

Avenida El Dorado, Entrada No. 1
Hangar Aires S.A.
Bogota, Colombia

Hurtado Pérez, Juan Carlos

Avenida El Dorado, Entrada No. 1
Hangar Aires S.A.
Bogota, Colombia

Vila Mejía, Ernesto
Avenida El Dorado, Entrada No. 1
Hangar Aires S.A.
Bogota, Colombia

Trujillo Pardo, Alfonso
Avenida El Dorado, Entrada No. 1
Hangar Aires S.A.
Bogota, Colombia

Niño Jiménez, Pedro Miguel

Avenida El Dorado, Entrada No. 1
Hangar Aires S.A.
Bogota, Colombia

Niño Rodríguez, Pedro Antonio

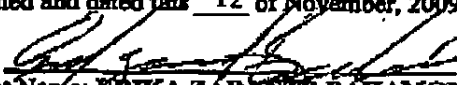
Avenida El Dorado, Entrada No. 1
Hangar Aires S.A.
Bogota, Colombia

Mendoza Ramírez, Alvaro
Avenida El Dorado, Entrada No. 1
Hangar Aires S.A.
Bogota, Colombia

B. OFFICERS:

Mendez García, Francisco José
Avenida El Dorado, Entrada No. 1
Hangar Aires S.A., Bogota, Colombia

Signed and dated this 12 of November, 2009.

By: 

Print Name: ERIKA ZARANTE BAHAMON

Title: Legal Representative

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FAX AUDIT # H09000240537

FAX AUDIT # H09000240537

CAMARA DE COMERCIO DE IBAGUE

No. 5686287

CERTIFICADO DE EXISTENCIA Y REPRESENTACION LEGAL

AEROVIAS DE INTEGRACION REGIONAL S.A. "AIRES S.A."

Número de operación: 01CJ21028076 Fecha: 20091028 Hora: 15:09:47 Pagina: 1

CERTIFICADO DE EXISTENCIA Y REPRESENTACION LEGAL O INSCRIPCION DE DOCUMENTOS.

LA CAMARA DE COMERCIO DE IBAGUE, CON FUNDAMENTO EN LAS MATRICULAS E INSCRIPCIONES DEL REGISTRO MERCANTIL

CERTIFICA:

NOMBRE: AEROVIAS DE INTEGRACION REGIONAL S.A. "AIRES S.A."

SIGLA: AIRES S.A.

N.I.T.: 0890704196-6

DIRECCION COMERCIAL: CR 5 # 30-43 BRR SAN SIMON PARTE ALTA

DOMICILIO: IBAGUE

TELEFONO COMERCIAL: 2669923

DIRECCION DE NOTIFICACION JUDICIAL: CR 5 # 30-43 BRR SAN SIMON PARTE ALTA

DIRECCION PAGINA WEB (URL): WWW.AIRES.AERO

MUNICIPIO JUDICIAL: IBAGUE

E-MAIL: www.aires.aero

TELEFONO NOTIFICACION JUDICIAL: 2669923

MATRICULA NO. 00026136

FECHA DE MATRICULACION: 2 DE NOVIEMBRE DE 1980

RENOVO EL AÑO 2009 EL 21 DE MARZO DE 2009

CAMARA DE COMERCIO DE IBAGUE

CONSTITUCION: QUE POR ESCRITURA PUBLICA NO. 0001400 DE NOTARIA TERCERA DE IBAGUE DEL 2 DE OCTUBRE DE 1980, INSCRITA EL 5 DE NOVIEMBRE DE 1980 BAJO EL NUMERO 00004751 DEL LIBRO IX, SE CONSTITUYO LA PERSONA JURIDICA: AEROVIAS DE INTEGRACION REGIONAL S.A. "AIRES S.A."

CERTIFICA:

REFORMAS:

DOCUMENTO	FECHA	ORIGEN	CIUDAD	INSCRIPCION	FECHA
0000565	1981/08/06	NOTARIA 25	BOG	00005353	1981/08/14
0001078	1981/09/16	NOTARIA 25	BOG	00006176	1982/09/30
0001143	1983/08/04	NOTARIA 25	BOG	00006749	1983/08/16
0005594	1988/12/07	NOTARIA 25	BOG	00010859	1988/12/12
0004359	1993/08/18	NOTARIA 25	BOG	00017050	1993/09/01
0001560	1995/04/26	NOTARIA 48	BOG	00019351	1995/05/03
0001189	2001/05/11	NOTARIA 30	BOG	00028209	2001/05/22
0001947	2004/04/20	NOTARIA SEXTA	BOG	00031927	2004/04/27
0005111	2006/08/14	NOTARIA SEXTA	BOG	00035449	2006/09/29
0005659	2007/07/23	NOTARIA SEXTA	BOG	00037405	2008/01/14
0002078	2009/04/17	NOTARIA SEXTA	BOG	00039791	2009/05/12
0008003	2008/11/06	NOTARIA SEXTA	BOG	00038926	2008/11/19

CERTIFICA:

FAX AUDIT # H09000240537

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TALLAHASSEE, FLORIDA

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FAX AUDIT # H09000240537

Número de operación: 01CJ21028076 Fecha: 20091028 Hora: 15:09:47 Página: 2

VIGENCIA: QUE LA PERSONA JURIDICA NO SE HALLA DISUELTA. DURACION
HASTA EL 2 DE OCTUBRE DE 2079 .

CERTIFICA :

OBJETO SOCIAL:

LA EXPLOTACION DE SERVICIOS DE TRANSPORTE AEREO COMERCIAL NACIONAL O INTERNACIONAL, EN CUALQUIERA DE SUS MODALIDADES, Y POR LO TANTO, LA CELEBRACION Y EJECUCION DE CONTRATOS DE TRANSPORTE DE PASAJEROS, COSAS Y EQUIPAJES, CORREO Y CARGA EN GENERAL, DE CONFORMIDAD CON LOS PERMISOS DE OPERACIONES QUE PARA TALES EFECTOS EXPIDA LA UNIDAD ADMINISTRATIVA ESPECIAL DE LA AERONAUTICA CIVIL, O DE LA ENTIDAD QUE EN EL FUTURO HAGA SUS VECES, CINENDOSE EN SU TOTALIDAD A LAS DISPOSICIONES DEL CODIGO DE COMERCIO, Y DEL REGLAMENTOS AERONAUTICOS DE COLOMBIA Y CUALQUIER OTRA NORMATIVIDAD QUE REGULA LA MATERIA. IGUALMENTE, LA PRESTACION DE SERVICIOS DE MANTENIMIENTO Y ADECUACION DE LOS EQUIPOS RELACIONADOS CON LA EXPLOTACION DE SERVICIOS DE TRANSPORTE AEREO DENTRO COMO FUERA DEL PAIS. EN DESARROLLO DE ESTE OBJETO LA SOCIEDAD ESTARA AUTORIZADA PARA INVERTIR EN OTRAS COMPANIAS, NACIONALES O EXTRANJERAS, CON UN OBJETO IGUAL, SIMILAR O COMPLEMENTARIO AL DE LA SOCIEDAD.

PARA EL CUMPLIMIENTO DEL OBJETO SOCIAL LA EMPRESA PODRA, ENTRE OTROS: HACER LA REVISION, INSPECCION, MANTENIMIENTO Y / O REPARACION DE AERONAVES PROPIAS Y AJENAS, ASI COMO DE SUS REPUESTOS Y ACCESORIOS, A TRAVES DE LOS TALLERES DE REPARACIONES AERONAUTICAS DE LA COMPANIA, REALIZANDO PARA ELLO LAS CAPACITACIONES QUE SEAN NECESARIAS PARA ESPECIFICOS, ORGANIZAR, CONSTITUIR E INVERTIR EN EMPRESAS DE TRANSPORTES COMERCIAL EN COLOMBIA O EN EL EXTERIOR, PARA EXPLOTAR INDUSTRIAL O COMERCIALMENTE LA ACTIVIDAD ECONOMICA QUE CONSTITUYE SU OBJETO, EN CONSECUENCIA LA EMPRESA PODRA ADQUIRIR A CUALQUIER TITULO LAS AERONAVES, REPUESTOS, ACCESORIOS Y EQUIPOS DE TODO GENERO, NECESARIOS PARA EL TRANSPORTE PUBLICO Y AEREO Y ENAJENARLOS, Y MONTAR Y EXPLOTAR TALLERES PARA LA REPARACION Y MANTENIMIENTO DE LAS AERONAVES; CELEBRAR CONTRATOS DE ARRENDAMIENTO, FLETAMENTO, CODIGOS COMPARTIDOS, LOCACION O CUALQUIER OTRO SOBRE AERONAVES PARA EJERCER SU OBJETO; EXPLOTAR LINEAS REGULARES DE TRANSPORTE AEREO DE PASAJEROS, CARGA Y CORREOS Y VALORES; ASI COMO EL VEHICULO QUE PERMITA COORDINAR EL DESARROLLO DE LA GESTION SOCIAL; INTEGRARSE CON EMPRESAS IGUALES, SIMILARES O COMPLEMENTARIAS PARA EXPLOTAR SU ACTIVIDAD; ACEPTAR REPRESENTACIONES NACIONALES O EXTRANJERAS DE SERVICIOS DEL MISMO RAMO O DE RAMOS COMPLEMENTARIOS; ADQUIRIR BIENES MUEBLES E INMUEBLES PARA EL DESARROLLO DE SUS FINES SOCIALES, ELEGIR ESTAS INSTALACIONES O CONSTRUCCIONES, COMO BODEGAS DEPOSITOS, OFICINAS, ENAJENARLOS O GRAVARLOS; HACER LAS IMPORTACIONES Y EXPORTACIONES, ASI COMO TODAS LAS OPERACIONES DE COMERCIO EXTERIOR QUE SE REQUIERAN; TOMAR DINERO A INTERES Y DAR EN GARANTIAS PERSONALES REALES Y BANCARIAS, YA SEA PARA SI O PARA TERCEROS; CELEBRAR TODA CLASE DE OPERACIONES CON TITULOS VALORES, ASI COMO COMPRAVENTA DE OBLIGACIONES ADQUIRIDAS POR TERCEROS CUANDO TENGAN COMO EFECTO EL BENEFICIO ECONOMICO O PATRIMONIAL DE LA COMPANIA, Y OBTENER EMPRESTITOS POR MEDIO DE BONOS O TITULOS REPRESENTATIVOS DE OBLIGACIONES; CONTRATAR CON TERCEROS LA ADMINISTRACION Y EXPLOTACION DE LOS NEGOCIOS QUE ORGANICE PARA EL LOGRO DE SUS FINES SOCIALES; CELEBRAR

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FAX AUDIT # H09000240537

Número de operación: 01CJ21028076 Fecha: 20091026 Hora: 15:09:47 Pagina: 3

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CONTRATOS DE SOCIEDADES Y ADQUIRIR ACCIONES O PARTICIPACIONES EN LAS YA CONSTITUIDAS, SEAN NACIONALES O DEL EXTERIOR HACER APORTES A UNAS Y OTRAS; FUSIONARSE CON OTRAS SOCIEDADES Y ASOCIARSE CON ENTIDADES IGUALES PARA PROCURAR EL DESARROLLO DEL TRANSPORTE AEREO O CON OTROS FINES GREMIALES; PROMOVER, ASISTIR TECNICAMENTE, FINANCIAR O ADMINISTRAR EMPRESAS O SOCIEDADES RELACIONADAS CON EL OBJETO SOCIAL; CELEBRAR O EJECUTAR TODO GENERO DE CONTRATOS CIVILES O COMERCIALES, INDUSTRIALES O FINANCIEROS QUE SEAN NECESARIOS O CONVENIENTES AL LOGRO DE SUS FINES PROPIOS; CELEBRAR NEGOCIOS Y CUMPLIR ACTIVIDADES QUE PROCUREN CLIENTELA, Y OBTENER DE LAS AUTORIDADES COMPETENTES LAS AUTORIZACIONES Y LICENCIAS NECESARIAS PARA LA PRESTACION DE SUS SERVICIOS; OCUPARSE DE TODO NEGOCIO O ACTIVIDAD LICITA, SEA O NO DE COMERCIO, SIEMPRE Y CUANDO ESTE RELACIONADA CON SU OBJETO SOCIAL O QUE PERMITA LA EXPLOTACION MAS RACIONAL DEL SERVICIO PUBLICO QUE VA A PRESTAR; Y EFECTUAR INVERSIONES DE CUALQUIER CLASE PARA EMPLEAR LOS FONDOS Y RESERVAS QUE SE CONSTITUYAN DE ACUERDO CON LA LEY O LOS PRESENTES ESTATUTOS.

CERTIFICA :

CAPITAL:

** CAPITAL AUTORIZADO **

VALOR : \$6,000,000,000.00

NO. DE ACCIONES: 6,000,000.00

VALOR NOMINAL : \$1,000.00

** CAPITAL SUBSCRITO **

VALOR : \$5,251,448,000.00

NO. DE ACCIONES: 5,251,448.00

VALOR NOMINAL : \$1,000.00

** CAPITAL PAGADO **

VALOR : \$5,251,448,000.00

NO. DE ACCIONES: 5,251,448.00

VALOR NOMINAL : \$1,000.00

Apoyo, liderazgo y desarrollo
CERTIFICA :

** JUNTA DIRECTIVA: PRINCIPAL (ES) **

QUE POR ACTA NO. 0000038 DE ASAMBLEA DE ACCIONISTAS DEL 27 DE MARZO DE 2009 , INSCRITA EL 6 DE JULIO DE 2009 BAJO EL NUMERO 00040001 DEL LIBRO IX , FUE (RON) NOMBRADO(S):

NOMBRE	IDENTIFICACION
MIEMBRO PRINCIPAL JUNTA DIRECTIVA	
HURTADO PEREZ FRANCISCO JOSE	C.C.00014218836
MIEMBRO PRINCIPAL JUNTA DIRECTIVA	
NINO JIMENEZ PEDRO MIGUEL	C.C.00080425994
MIEMBRO PRINCIPAL JUNTA DIRECTIVA	
HURTADO PEREZ JUAN CARLOS	C.C.00014237445
MIEMBRO PRINCIPAL JUNTA DIRECTIVA	
NINO RODRIGUEZ PEDRO ANTONIO	C.C.00014196790
MIEMBRO PRINCIPAL JUNTA DIRECTIVA	
VILA MEJIA ERNESTO	C.C.00019435127
MIEMBRO PRINCIPAL JUNTA DIRECTIVA	
MENDOZA RAMIREZ ALVARO	C.C.00005536148
MIEMBRO PRINCIPAL JUNTA DIRECTIVA	
PERDOMO TRUJILLO ALFONSO	C.C.00004867340

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Número de operación: 01CJ21028076 Fecha: 20091028 Hora: 15:09:47 Page 5686290

**** JUNTA DIRECTIVA: SUPLENTE(S) ****

QUE POR ACTA NO. 0000038 DE ASAMBLEA DE ACCIONISTAS DEL 27 DE MARZO DE 2009 , INSCRITA EL 6 DE JULIO DE 2009 BAJO EL NUMERO 00040001 DEL LIBRO IX , FUE(ON) NOMBRADO(S):

NOMBRE	IDENTIFICACION
MIEMBRO SUPLENTE JUNTA DIRECTIVA BOTERO BERMUDEZ CESAR VICENTE	C.C.00014210834
MIEMBRO SUPLENTE JUNTA DIRECTIVA NINO JIMENEZ MARIA LUCIA	C.C.00052694580
MIEMBRO SUPLENTE JUNTA DIRECTIVA GALINDO MAYNE HERNANDO	C.C.00017028671
MIEMBRO SUPLENTE JUNTA DIRECTIVA NINO JIMENEZ MARIA DEL PILAR	C.C.00052390223
MIEMBRO SUPLENTE JUNTA DIRECTIVA SILVA VARGAS CARLOS HUMBERTO	C.C.00014244950
MIEMBRO SUPLENTE JUNTA DIRECTIVA JARAMILLO ABONDANO LUIS GABRIEL	C.C.00070071094
MIEMBRO SUPLENTE JUNTA DIRECTIVA ARBOLEDA GONZALEZ LUIS FERNANDO	C.C.00001385358

CERTIFICA

EL REPRESENTANTE LEGAL DE LA SOCIEDAD, PRESIDENTE, TENDRA UN PRIMER SUPLENTE Y SEGUNDO SUPLENTE PARA REEMPLAZAR EN SUS FALTAS ABSOLUTAS Y TEMPORALES.

CAMARA DE COMERCIO DE IBAGUE

**** NOMBRAMIENTO**

QUE POR ACTA NO. 0000362 DE JUNTA DIRECTIVA DEL 18 DE ABRIL DE 2007 , INSCRITA EL 15 DE MAYO DE 2007 BAJO EL NUMERO 00036466 DEL LIBRO IX , FUE(ON) NOMBRADO(S):

NOMBRE	IDENTIFICACION
PRESIDENTE MENDEZ GARCIA FRANCISCO JOSE	C.C.00079158664

QUE POR ACTA NO. 0000333 DE JUNTA DIRECTIVA DEL 13 DE SEPTIEMBRE DE 2004 , INSCRITA EL 4 DE NOVIEMBRE DE 2004 BAJO EL NUMERO 00032629 DEL LIBRO IX , FUE(ON) NOMBRADO(S):

NOMBRE	IDENTIFICACION
PRIMER SUPLENTE DEL REPRESENTANTE LEGAL ZARANTE BAHAMON ERIKA PAOLA	C.C.00052326174

QUE POR ACTA NO. 0000370 DE ASAMBLEA DE ACCIONISTAS DEL 10 DE DICIEMBRE DE 2007 , INSCRITA EL 23 DE ENERO DE 2008 BAJO EL NUMERO 00037465 DEL LIBRO IX , FUE(ON) NOMBRADO(S):

NOMBRE	IDENTIFICACION
SEGUNDO SUPLENTE DEL REPRESENTANTE LEGAL DIAZ SARMIENTO FABIO JULIAN	C.C.00079150930

CERTIFICA

FAX AUDIT # H09000240537

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TALLAHASSEE, FLORIDA

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FAX AUDIT # H09000240537

Número de operación: 01CJ21028076 Fecha: 20091028 Hora: 15:09:47 Pagina 5686291

FACULTADES DEL REPRESENTANTE LEGAL

EJECUTAR TODOS LOS ACTOS Y CONTRATOS TENIENDO EN CUENTA LAS RESTRICCIONES PREVISTAS EN EL ARTICULO 46 DE LOS PRESENTES ESTATUTOS; NOMBRAR Y REMOVER TODOS LOS EMPLEADOS NECESARIOS PARA EL ADECUADO DESARROLLO DEL OBJETO SOCIAL; ABRIR A NOMBRE DE LA SOCIEDAD CUENTAS BANCARIAS; CELEBRAR EL CONTRATO COMERCIAL DE CAMBIO EN TODAS SUS MANIFESTACIONES; FIRMAR TODA CLASE DE TITULOS VALORES, GIRARLOS, PROTESTARLOS, ENDOSARLOS, PAGARLOS, DESCARGARLOS; CONSTITUIR APODERADOS JUDICIALES Y EXTRAJUDICIALES NECESARIOS PARA LA ADECUADA REPRESENTACION DE LA SOCIEDAD, DELEGANDOLES LAS FACULTADES INDISPENSABLES; COMPARECER EN LOS JUICIOS EN QUE SE DISCUTA LA PROPIEDAD DE LOS BIENES SOCIALES O CUALQUIER DERECHO DE LA SOCIEDAD Y REPRESENTAR A LA MISMA ANTE CUALQUIER FUNCIONARIO, TRIBUNAL, AUTORIDAD Y PERSONA JURIDICA O NATURAL; CONVOCAR A LA ASAMBLEA GENERAL DE ACCIONISTAS CADA VEZ QUE LO JUZGUE CONVENIENTE O CUANDO LO PIDA UN NUMERO DE ACCIONISTAS QUE REPRESENTA POR LO MENOS EL VEINTICINCO POR CIENTO (25%) DE LAS ACCIONES SUSCRITAS; PRESENTAR A LA ASAMBLEA GENERAL LOS INFORMES QUE LE EXIJA SOBRE LA MARCHA GENERAL DE LOS NEGOCIOS SOCIALES, Y SOBRE LAS REFORMAS QUE A SU JUICIO SEA CONVENIENTE INTRODUCIR EN SUS METODOS DE TRABAJO; ORDENAR LA ELABORACION DE LOS INVENTARIOS Y BALANCE GENERAL DE LA COMPAÑIA AL FINAL DE CADA EJERCICIO; CUIDAR DE QUE LA RECAUDACION Y INVERSION DE LOS FONDOS DE LA EMPRESA SE HAGAN DEBIENDO LAS DEMAS QUE LE CONFIERAN LA LEY, ESTOS ESTADISTOS DEBEJER LA NATURALEZA DE SU CARGO LE CORRESPONDAN. LIMITACIONES: EL REPRESENTANTE LEGAL DEBERA SOLICITAR AUTORIZACION EXPRESA DE LA JUNTA DIRECTIVA CUANDO EL VALOR DE DICHA AUTORIZACIONES EXCEDE DE TRESIENTOS (300) SALARIOS MINIMOS MENSUALES VIGENTES.

DE IBAGUE

CERTIFICA

Apoyo, liderazgo y desarrollo

FUNCIONES DE LA JUNTA DIRECTIVA:

NOMBRAR PARA UN PERIODO DE UN (1) AÑO AL PRESIDENTE Y DOS (2) SUPLENTE ENCARGADOS, EN SU ORDEN, DE REEMPLAZARLO EN SUS FALTAS ABSOLUTAS O TEMPORALES, NO REQUIRIENDO DICHS SUPLENTE DEMOSTRAR LA AUSENCIA O LA INCAPACIDAD DEL PRINCIPAL PARA COMPROMETER A LA SOCIEDAD, SIN PERJUICIO DE SU RESPONSABILIDAD INTERNA CUANDO ACTUEN ESTANDO EN CONDICIONES DE HACERLO EL PRINCIPAL O EL SUPLENTE ANTERIOR, IGUALMENTE, LA JUNTA SEÑALARA SU REMUNERACION, LA JUNTA DIRECTIVA ELEGIRA DE SU SENO UN PRESIDENTE Y VICEPRESIDENTE, ENCARGADOS DE PRESIDIR LAS REUNIONES DE LA MISMA, COMO TAMBIEN LAS REUNIONES DE LA ASAMBLEA GENERAL DE ACCIONISTAS. EN LAS REUNIONES DE JUNTA DIRECTIVA, A FALTA DE PRESIDENTE DE LA MISMA ACTUARA COMO PRESIDENTE EL VICEPRESIDENTE DE LA JUNTA DIRECTIVA Y A FALTA DE ESTOS DOS EL MIEMBRO DE JUNTA DIRECTIVA QUE LA MISMA DESIGNE EN LA RESPECTIVA REUNION; REMOVER AL PRESIDENTE Y A SUS SUPLENTE, CUMPLIR Y HACER CUMPLIR LOS ESTATUTOS DE LA SOCIEDAD; CONOCER Y PRESENTAR ANTE LA ASAMBLEA DE ACCIONISTAS EL INFORME RELATIVO A LA ACTIVIDAD Y AL MOVIMIENTO ECONOMICO DE LA SOCIEDAD; EL BALANCE GENERAL Y ESTADO DE GANACIAS Y PERDIDAS DE CADA EJERCICIO, ACOMPAÑADO DE UN INFORME O MEMORIA RAZONADA QUE CONTENDRÁ POR LO MENOS LAS INDICACIONES SEÑALADAS EN EL ARTICULO 446 DEL CODIGO DE COMERCIO; Y, LAS PROPOSICIONES

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TALLAHASSEE, FLORIDA

FAX AUDIT # H09000240537

Número de operación: 01CJ21028076 Fecha: 20081028 Hora: 15:09:47 Página: 8

RELATIVAS A LA DISTRIBUCION DE DIVIDENDOS PRESENTADOS POR EL PRESIDENTE; PRESENTAR A LA ASAMBLEA ORDINARIA DE ACCIONISTAS UN INFORME DE LA CONDICION DE LA SOCIEDAD, ASI COMO DE LOS ACONTECIMIENTOS DEL EJERCICIO TERMINADO; RECOMENDAR A LA ASAMBLEA DE ACCIONISTAS LA DECLARACION DE DIVIDENDOS, ASI COMO LA CREACION DE LAS RESERVAS FINANCIERAS QUE CONSIDERE CONVENIENTES; CONVOCAR A ASAMBLEAS DE ACCIONISTAS; ESTABLECER SERVICIOS DE AUDITORIA CUANDO CREYERE CONVENIENTE; APROBAR EL PRESUPUESTO ANUAL; DECIDIR SOBRE LA ADQUISICION DE ACCIONES O PARTICIPACION EN SOCIEDADES YA CONSTITUIDAS O POR CONSTITUIRSE.

CERTIFICA :

** REVISOR FISCAL: **

QUE POR DOCUMENTO PRIVADO NO. 0000001 DE DEL 24 DE FEBRERO DE 2009 , INSCRITA EL 16 DE MARZO DE 2009 BAJO EL NUMERO 00039461 DEL LIBRO IX , FUE (RON) NOMBRADO(S):

NOMBRE	IDENTIFICACION
REVISOR FISCAL PRINCIPAL	
DIAZ QUIROGA JOSE RICARDO	C C.00003194840
REVISOR FISCAL SUPLENTE	
ORDONEZ GONZALEZ VIRGILIO	C C.00079500040
QUE POR ACTA NO. 0000036 DE JUNTA DIRECTIVA DEL 31 DE MARZO DE 2008 , INSCRITA EL 29 DE ABRIL DE 2008 BAJO EL NUMERO 00038037 DEL LIBRO IX , FUE (RON) NOMBRADO(S):	

NOMBRE	IDENTIFICACION
REVISOR FISCAL - LA FIRMA	
BDO AUDIT AGE	Apoyo, liderazgo y desarrollo T.T.08606000639

CERTIFICA :

PERMISO DE FUNCIONAMIENTO:
QUE POR RESOLUCION NUMERO AN 07757 DEL 7 DE OCTUBRE DE 1981, INSCRITA EN ESTA CAMARA DE COMERCIO EL 28 DE OCTUBRE DE 1981 BAJO EL NUMERO 5.497 DEL LIBRO IX., LA SUPERINTENDENCIA DE SOCIEDADES OTORGO PERMISO DEFINITIVO DE FUNCIONAMIENTO A LA SOCIEDAD AEROVIAS DE INTEGRACION REGIONAL S.A. AIRES S.A. CON DOMICILIO EN ESTA CIUDAD.

CERTIFICA :

QUE LA PERSONA JURIDICA TIENE MATRICULADOS LOS SIGUIENTES ESTABLECIMIENTOS :

NOMBRE : AEROVIAS DE INTEGRACION REGIONAL. AIRES
MATRICULA NO. 00026137
RENOVACION DE LA MATRICULA : EL 31 DE MARZO DE 2009
ULTIMO AÑO RENOVADO : 2009

NOMBRE : WWW.AIRES.AERO
MATRICULA NO. 00132867

FAX AUDIT # H09000240537

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FAX AUDIT # H09000240537

Número de operación: 01CJ21028076 Fecha: 20091028 Hora: 15:09:47 Pagina: 7

5686293

RENOVACION DE LA MATRICULA : EL 31 DE MARZO DE 2009
ULTIMO AÑO RENOVADO : 2009

CERTIFICA :

QUE NO FIGURAN INSCRIPCIONES ANTERIORES A LA FECHA DEL PRESENTE CERTIFICADO, QUE MODIFIQUEN TOTAL O PARCIALMENTE SU CONTENIDO.

DE ACUERDO CON LO PREVISTO EN LA LEY 962 DE 2005, LOS ACTOS DE INSCRIPCION QUE SE CERTIFIQUEN, QUEDAN EN FIRME CINCO (5) DIAS DESPUES DE SU REGISTRO, SIEMPRE Y CUANDO NO SEAN OBJETO DE LOS RECURSOS EN LA VIA GUBERNATIVA (REPOSICION, APELACION O QUEJA).

VALOR DEL CERTIFICADO : \$3500

DE CONFORMIDAD CON EL DECRETO 2150 DE 1995 Y LA AUTORIZACION DEPARTADA POR LA SUPERINTENDENCIA DE INDUSTRIA Y COMERCIO, MEDIANTE EL OFICIO DEL 18 DE NOVIEMBRE DE 1996, LA FIRMA MECANICA QUE APARECE A CONTINUACION TIENE VALOR VALIDO PARA TODOS LOS EFECTOS LEGALES

**CAMARA DE COMERCIO
DE IBAGUE**

Apoyo, liderazgo y desarrollo

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FAX AUDIT # H09000240537

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2009 NOV 13 PM 4:30

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CAMARA DE COMERCIO DE IBAGUE

Apoyo, liderazgo y desarrollo

FAX AUDIT # H09000240537

FAX AUDIT # H09000240537

Translation N°. 02/10-09 done by Maria Elvira Martelo, official translator certified by the Ministry of Justice through Resolution 2879 dated 10th of November, 1995 and filed with the Ministry of Foreign Relations.

IBAGUE CHAMBER OF COMMERCE
CERTIFICATE OF LEGAL EXISTANCE AND REPRESENTATION
AEROVÍAS DE INTEGRACIÓN REGIONAL S.A. "AIRES S.A."
 Operation Number: 01CJ21028076 Date: 20091028 Time: 15:09:47 Page: 1

CERTIFICATE OF LEGAL EXISTANCE AND REPRESENTATION OR FILING OF DOCUMENTS.

THE IBAGUE CHAMBER OF COMMERCE, BASED ON THE REGISTRATIONS AND FILINGS IN THE REGISTRY OF COMMERCE,

CERTIFIES :

NAME: AEROVÍAS DE INTEGRACIÓN REGIONAL S.A. "AIRES S.A."

ACRONYM: AIRES S.A.

TAX IDENTIFICATION NUMBER : 0890704196-6

COMMERCIAL ADDRESS : CR 5 # 30 - 43 BRR SAN SIMON HIGH SECTOR

DOMICILE : IBAGUE

COMMERCIAL TELEPHONE NUMBER : 2669923

ADDRESS FOR LEGAL NOTIFICATIONS : CR 5 # 30 - 43 BRR SAN SIMON HIGH SECTOR

WEB PAGE (URL) : WWW.AIRES.AERO

JUDICIAL MUNICIPALITY : IBAGUE

E-MAIL : www.aires.aero

TELEPHONE NUMBER FOR JUDICIAL NOTIFICATIONS: 2669923

CERTIFIES :

REGISTRATION No. 00026136

DATE OF REGISTRY IN THIS CHAMBER: 5TH NOVEMBER, 1980

RENEWED DURING 2009, ON 31ST MARCH, 2009

CERTIFIES :

INCORPORATION : THAT BY PUBLIC DEED NO. 0001400 OF THE THIRD NOTARY OF IBAGUE ON 2ND OCTOBER, 1980, REGISTERED ON THE 5TH OF NOVEMBER, 1980 UNDER NUMBER 00004751 OF BOOK IX, THE LEGAL PERSON: AEROVÍAS DE INTEGRACIÓN REGIONAL S.A. "AIRES S.A." WAS INCORPORATED

CERTIFIES :

MODIFICATIONS:

DOCUMENT	DATE	ORIGIN	CITY	REGISTRATION	DATE
0000565	1981/08/06	NOTARY 25	BOG	00005353	1981/08/14
0001078	1981/09/16	NOTARY 25	BOG	00006176	1982/09/30
0001143	1983/08/04	NOTARY 25	BOG	00006749	1983/08/16
0005594	1988/12/07	NOTARY 25	BOG	00010859	1988/12/12
0004359	1993/08/18	NOTARY 25	BOG	00017050	1993/09/01
0001560	1995/04/26	NOTARY 48	BOG	00019351	1995/05/03
0001189	2001/05/11	NOTARY 30	BOG	00028209	2001/05/22
0001947	2004/04/20	SIXTH NOTARY	BOG	00031927	2004/04/27
0005111	2006/08/14	SIXTH NOTARY	BOG	00035449	2006/09/29
0005659	2007/07/23	SIXTH NOTARY	BOG	00037405	2008/01/14
0002078	2009/04/17	SIXTH NOTARY	BOG	00039791	2009/05/12
0008003	2008/11/06	SIXTH NOTARY	BOG	00038926	2008/11/19

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 2009 NOV 13 PM 4:30
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FAX AUDIT # H09000240537

FAX AUDIT # H09000240537

Operation Number: 01CJ21028076 Date: 20091028 Time: 15:09:47 Page 2

CERTIFIES :

VALIDITY: THAT THE LEGAL PERSON HAS NOT BEEN DISSOLVED. DURATION
UNTIL THE 2ND OCTOBER, 2079.

CERTIFIES :

CORPORATE PURPOSE:

THE COMMERCIAL OPERATION OF AIR TRANSPORTATION SERVICES, DOMESTIC OR INTERNATIONAL IN ANY OF ITS MODES; AND THEREFORE THE EXECUTION AND PERFORMANCE OF CONTRACTS FOR THE TRANSPORTATION OF PASSENGERS, GOODS, AND BAGGAGE, MAIL AND FREIGHT IN GENERAL, IN ACCORDANCE WITH THE OPERATIONAL PERMITS WHICH THE SPECIAL ADMINISTRATIVE UNIT OF CIVIL AERONAUTICS, OR ANY ENTITY WHICH IN THE FUTURE MIGHT PERFORM THE SAME FUNCTIONS ISSUES, ADHERING TO ALL THE PROVISIONS OF THE CODE OF COMMERCE AND THE COLOMBIAN AERONAUTICAL REGULATIONS, AS WELL AS ANY OTHER NORM WHICH REGULATES THESE MATTERS. FURTHERMORE, THE RENDERING OF MAINTENANCE SERVICES AND THE PREPARATION OF EQUIPMENT RELATED TO THE OPERATION OF AIR TRANSPORT SERVICES, IN THE COUNTRY AS WELL AS ABROAD. UNDER THE PERFORMANCE OF THIS CORPORATE PURPOSE THE COMPANY IS AUTHORIZED TO INVEST IN OTHER COMPANIES, DOMESTIC OR FOREIGN, HAVING THE SAME OR SIMILAR PURPOSE OR WHICH COMPLEMENTS THOSE OF THE COMPANY.

IN ORDER TO FULFILL THE CORPORATE PURPOSE THE COMPANY MAY, AMONG OTHER THINGS: PERFORM CHECKS, INSPECTIONS, MAINTENANCE AND/OR REPAIRS TO ITS OWN AIRCRAFT, OR THAT OF THIRD PARTIES, AS WELL AS OF ITS SPARE PARTS AND COMPONENTS AT THE COMPANY'S AERONAUTICAL REPAIR STATIONS AND PROVIDING THE TRAINING NECESSARY FOR THIS END; ORGANIZE, FORM AND INVEST IN COMMERCIAL TRANSPORTATION COMPANIES IN COLOMBIA AND ABROAD IN ORDER TO CARRY OUT INDUSTRIALLY OR COMMERCIALLY THE ECONOMIC ACTIVITY WHICH IS ITS PURPOSE CONSEQUENTLY, THE COMPANY MAY ACQUIRE, IN ANY FORM, AIRCRAFT, SPARE PARTS, COMPONENTS AND ACCESSORIES OF ALL TYPES, NECESSARY FOR PUBLIC AIR TRANSPORTATION AND TO DISPOSE OF THEM. IT CAN ALSO SET UP AND OPERATE REPAIR STATIONS FOR REPAIRS AND MAINTENANCE OF AIRCRAFT; EXECUTE LEASE CONTRACTS, CHARTERS, CODE SHARES, LEASES OR ANY OTHER TYPE FOR AIRCRAFT IN ORDER TO CARRY OUT ITS OBJECTIVE; OPERATE REGULAR AIR TRANSPORTATION ROUTES FOR PASSENGERS, CARGO, MAIL AND VALUABLES, AS WELL AS ANY MEANS WHICH WILL ALLOW THE COORDINATION OF THE PERFORMANCE OF THE CORPORATE PURPOSE; ASSOCIATE ITSELF WITH THE SAME TYPE OF COMPANIES, OR SIMILAR ONES OR COMPLEMENTARY ONES FOR PERFORMING ITS ACTIVITIES; ACCEPT THE DOMESTIC OR INTERNATIONAL REPRESENTATIONS OF SERVICES IN THE SAME OR SIMILAR OR COMPLEMENTARY SERVICES; OBTAIN FUNDS AND PROPERTY FOR CARRYING OUT ITS CORPORATE PURPOSES, USING SUCH FACILITIES OR BUILDINGS AS WAREHOUSES, OFFICES, DISPOSE OF THEM OR ENCUMBER THEM; IMPORT AND EXPORT, AS WELL AS PERFORM ALL FOREIGN TRADE OPERATIONS

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2009 NOV 13 PM 4:30

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FAX AUDIT # H09000240537

FAX AUDIT # H09000240537

Operation Number:01CJ21028076 Date: 20091028 Time: 15:09:47 Page 3

WHICH MIGHT BE REQUIRED; RECEIVE FUNDS AT INTEREST PROVIDING REAL PERSONAL OR BANK WARRANTIES, WEATHER FOR ITSELF OR THIRD PARTIES, EXECUTE ANY TYPE OF OPERATIONS WITH SECURITIES, AS WELL AS PURCHASING THIRD PARTY DEBENTURES WHENEVER THEY HAVE THE EFFECT OF ECONOMIC OR PROPRIETARY RIGHTS FOR THE COMPANY, AND TO OBTAIN FINANCING THROUGH BONDS OR CERTIFICATES; CONTRACT WITH THIRD PARTIES FOR THE ADMINISTRATION AND OPERATION OF BUSINESSES WHICH ARE SET UP FOR FULFILLING ITS CORPORATE PURPOSE; EXECUTE CONTRACTS WITH COMPANIES AND PURCHASE SHARES OR A STAKE IN ALREADY ESTABLISHED COMPANIES, WEATHER DOMESTIC OR FOREIGN; INVEST IN ONE OR THE OTHER; MERGE WITH OTHER COMPANIES AND ASSOCIATE WITH OTHER SIMILAR ENTITIES IN ORDER TO FURTHER DEVELOP AIR TRANSPORTATION, OR WITH DIFFERENT INDUSTRY PURPOSES; PROMOTE, ASSIST TECHNICALLY, FINANCE OR MANAGE COMPANIES OR PARTNERSHIPS RELATED TO THE CORPORATE PURPOSE; EXECUTE ALL CIVIL OR COMMERCIAL CONTRACTS, INDUSTRIAL OR FINANCIAL WHICH ARE NECESSARY OR CONVENIENT FOR ITS OWN MEANS; CARRY OUT BUSINESSES AND ACTIVITIES WHICH WILL RAISE COSTUMERS; OBTAIN THE NECESSARY AUTHORIZATIONS AND LICENSES NEEDED FOR PROVIDING THE SERVICES; PARTICIPATE IN ALL BUSINESS OR LAWFUL ACTIVITIES, WEATHER OR NOT OF A COMMERCIAL NATURE AS LONG AS IT IS RELATED WITH ITS CORPORATE PURPOSE, OR THAT PERMITS A MORE REASONABLE OPERATION OF THE PUBLIC SERVICE THAT WILL BE PROVIDED; MAKE ANY TYPE OF INVESTMENT IN ORDER TO USE THE FUNDS AND RESERVES WHICH ARE CREATED IN ACCORDANCE WITH THE LAW OR THE EXISTING BY-LAWS.

CERTIFIES :

EQUITY:

	** AUTHORIZED CAPITAL **
AMOUNT	: \$6,000,000,000.00
NO. OF SHARES	: 6,000,000.00
FACE VALUE	: \$1,000.00
	** CAPITAL STOCK **
AMOUNT	: \$5,251,448,000.00
NO. OF SHARES	: 5,251,448.00
FACE VALUE	: \$1,000.00
	** PAID-IN CAPITAL **
AMOUNT	: \$5,251,448,000.00
NO. OF SHARES	: 5,251,448,000.00
FACE VALUE	: \$1,000.00

CERTIFIES

**** BOARD OF DIRECTORS: PRINCIPAL MEMBER(S) ****

THAT ON MINUTES NO. 0000038 OF THE ANNUAL SHAREHOLDER'S MEETING HELD ON THE 27TH OF MARCH, 2009, FILED ON THE 6TH OF JULY, 2009 UNDER NUMBER 00040001 OF BOOK IX, THE FOLLOWING WERE APPOINTED:

FAX AUDIT # H09000240537

2009 NOV 13 PM 4:30

FILED

FAX AUDIT # H09000240537

Operation Number: 01CJ21028076 Date: 20091028 Time: 15:09:47 Page 4

NAME	IDENTIFICATION
PRINCIPAL MEMBER BOARD OF DIRECTORS HURTADO PEREZ FRANCISCO JOSE	C.C. 00014218836
PRINCIPAL MEMBER BOARD OF DIRECTORS NINO JIMENEZ PEDRO MIGUEL	C.C. 00080425994
PRINCIPAL MEMBER BOARD OF DIRECTORS HURTADO PEREZ JUAN CARLOS	C.C. 00014237445
PRINCIPAL MEMBER BOARD OF DIRECTORS NINO RODRIGUEZ PEDRO ANTONIO	C.C. 00014196790
PRINCIPAL MEMBER BOARD OF DIRECTORS VILA MEJIA ERNESTO	C.C. 00019435127
PRINCIPAL MEMBER BOARD OF DIRECTORS MENDOZA RAMIREZ ALVARO	C.C. 00005536148
PRINCIPAL MEMBER BOARD OF DIRECTORS PERDOMO TRUJILLO ALFONSO	C.C. 00004867340

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2009 NOV 13 PM 4:30

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**** BOARD OF DIRECTORS : ALTERNATE(S) ****

THAT ON MINUTES NO. 0000038 OF THE ANNUAL SHAREHOLDER'S MEETING HELD ON TH 27TH OF MARCH, 2009, FILED ON THE 6TH OF JULY, 2009 UNDER NUMBER 00040001 OF BOOK IX, THE FOLLOWING WERE APPOINTED:

NAME	IDENTIFICATION
ALTERNATE MEMBER BOARD OF DIRECTORS BOTERO BERMUDEZ CESAR VICENTE	C.C. 00014210834
ALTERNATE MEMBER BOARD OF DIRECTORS NINO JIMENEZ MARIA LUCIA	C.C. 00052694580
ALTERNATE MEMBER BOARD OF DIRECTORS GALINDO MAYNE HERNANDO	C.C. 00017028671
ALTERNATE MEMBER BOARD OF DIRECTORS NINO JIMENEZ MARIA DEL PILAR	C.C. 00052390223
ALTERNATE MEMBER BOARD OF DIRECTORS SILVA VARGAS CARLOS HUMBERTO	C.C. 00014244950
ALTERNATE MEMBER BOARD OF DIRECTORS JARAMILLO ABONDANO LUIS GABRIEL	C.C. 00070071094
ALTERNATE MEMBER BOARD OF DIRECTORS ARBOLEDA GONZALEZ LUIS FERNANDO	C.C. 00001385358

CERTIFIES :

THAT THE LEGAL REPRESENTATIVE OF THE COMPANY IS THE PRESIDENT, AND HE (SHE) WILL HAVE A FIRST ALTERNATE AND A SECOND ALTERNATE WHO WILL REPLACE HIM (HER) DURING TOTAL OR TEMPORARY ABSENCES:

CERTIFIES :

**** APPOINTMENTS ****

FAX AUDIT # H09000240537

FAX AUDIT # H09000240537

Operation Number:01CJ21028076 Date: 20091028 Time: 15:09:47 Page 5

THAT ON MINUTES NO. 0000362 OF THE BOARD OF DIRECTORS MEETING OF 18TH APRIL, 2007, FILED ON 15TH MAY, 2007 UNDER NUMBER 00036466 OF BOOK IX THE FOLLOWING WERE APPOINTED:

NAME	IDENTIFICATION
PRESIDENT MENDEZ GARCIA FRANCISCO JOSE	C.C. 00079158664

THAT ON MINUTES NO. 0000333 OF THE BOARD OF DIRECTORS MEETING OF 13TH SEPTEMBER, 2004, FILED ON 4TH NOVEMBER, 2004 UNDER NUMBER 00032629 OF BOOK IX THE FOLLOWING WERE APPOINTED:

NAME	IDENTIFICATION
FIRST ALTERNATE TO THE LEGAL REPRESENTATIVE ZARATE BAHAMON ERIKA PAOLA	C.C.00052326174

THAT ON MINUTES NO. 0000370 OF THE BOARD OF DIRECTORS MEETING OF 10TH DECEMBER, 2007, FILED ON 23D JANUARY, 2008 UNDER NUMBER 00037465 OF BOOK IX THE FOLLOWING WERE APPOINTED:

NAME	IDENTIFICATION
SECOND ALTERNATE TO THE LEGAL REPRESENTATIVE DIAZ SARMIENTO FABIO JULIAN	C.C. 00079150930

CERTIFIES :

AUTHORITIES OF THE LEGAL REPRESENTATIVE

UNDERTAKE ALL THE ACTIONS AND CONTRACTS, TAKING UNDER CONSIDERATION THE FORSEEN LIMITATIONS UNDER ARTICLE 46 OF THE EXISTING BY-LAWS, APPOINT AND DISMISS ALL NECESSARY EMPLOYEES FOR AN ADEQUATE PERFORMANCE OF THE CORPORATE PURPOSE, OPEN BAKING ACCOUNTS ON BEHALF OF THE COMPANY; ENTER INTO ALL EXCHANGE COMMERCIAL CONTRACTS IN ALL RESPECTS; SIGN ALL TYPES OF SECURITIES, ISSUE, CONTEST, ENDORSE, PAY, DISCHARGE; SET UP TRUE AND LAWFUL ATTORNEYS, AS WELL AS OUT-OF-COURT, NECESSARY FOR ADEQUATE REPRESENTATION OF THE COMPANY, DELEGATING THE ESSENTIAL POWERS; APPEAR IN COURT PROCEEDINGS WHERE THE PROPERTY OR THE RIGHTS OF THE COMPANY ARE DISCUSSED, AND TO REPRESENT IT BEFORE ANY OFFICIAL, TRIBUNAL, AUTHORITY AND LEGAL OR INDICIDUAL PERSON; CALL A SHAREHOLDERS' GENERAL MEETING WHENEVER HE (SHE) DEEMS IT NECESSARY, OR WHEN A NUMBER OF SHAREHOLDERS REPRESENTING AT LEAST TWENTY-FIVE (25%) PERCENT OF THE PAID CAPITAL SO REQUEST IT ; PRESENT ALL REPORTS TO THE GENERAL ASSEMBLY WHICH IT SO REQUESTS ON THE GENERAL RUNNING OF THE BUSINESS, AND ON ANY MODIFICATIONS TO THE WORKING METHODS WHICH IN HIS (HER) CONCEPT SHOULD BE INTRODUCED. ORDER THE TAKING OF INVENTORIES AND THE PREPARATION OF THE COMPANY'S BALANCE SHEET AT THE END OF EACH FISCAL PERIOD;

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FAX AUDIT # H09000240537

FAX AUDIT # H09000240537

Operation Number:01CJ21028076 Date: 20091028 Time: 15:09:47 Page 6

OVERSEE THE COLLECTION AND INVESTMENTS OF THE COMPANY'S FUNDS, MAKING SURE THAT THEY ARE DONE CORRECTLY; OTHER FUNCTIONS WHICH THE LAW, THESE BY-LAWS OR THAT MAY CORRESPOND DUE TO THE RESPONSIBILITIES OF THE POSITION. LIMITATIONS: THE LEGAL REPRESENTATIVE MUST REQUEST EXPRESS AUTHORIZATION WHENEVER THE AMOUNT OF SAID AUTHORIZATIONS IS EQUAL TO, OR EXCEEDS THREE HUNDRED (300) MINIMUM MONTHLY SALARIES, CURRENTLY IN EFFECT.

CERTIFIES

FUNCTIONS OF THE BOARD OF DIRECTORS:

APPOINT FOR A PERIOD OF ONE YEAR THE PRESIDENT AND TWO ALTERNATES, IN THAT ORDER, TO REPLACE HIM (HER) DURING TOTAL OR TEMPORARY ABSENCES. IT IS NOT NECESSARY FOR SAID ALTERNATES TO PROVE THE ABSENCE OR INABILITY OF THE PRINCIPAL TO BIND THE COMPANY, EXCLUSIVE OF THEIR INTERNAL RESPONSIBILITY WHEN THEY TAKE ACTIONS AND THE PRINCIPAL OR THE ABOVE ALTERNATE CAN DO SO. LIKEWISE, THE BOARD WILL ESTABLISH THE REMUNERATION; THE BOARD WILL ELECT FROM ITS OWN MEMBERS A PRESIDENT AND A VICEPRESIDENT IN CHARGE OF PRESIDING THE BOARD MEETINGS, AS WELL AS THE GENERAL SHAREHOLDERS MEETINGS. AT BOARD MEETINGS, IF THE PRESIDENT OF THE BOARD IS NOT PRESENT, THE VICEPRESIDENT WILL ACT AS SUCH, AND IF BOTH ARE ABSENT IT WILL BE A BOARD MEMBER APPOINTED AT THAT PARTICULAR MEETING; DISMISS THE PRESIDENT AND HIS (HER) ALTERNATES; COMPLY WITH AND ENFORCE THE COMPANY'S BY-LAWS; BE FAMILIAR WITH AND PRESENT TO THE SHAREHOLDER'S MEETING THE ANNUAL REPORT OF THE ACTIVITIES AND THE FINANCIAL RESULTS OF THE COMPANY; THE BALANCE SHEET AND THE PROFIT AND LOSS STATEMENT FOR EACH FISCAL PERIOD, ALONG WITH A REPORT OR SUBSTANTIATED MEMORANDUM CONTAINING AT LEAST THE INDICATIONS FOUND IN ARTICLE 446 OF THE CODE OF COMMERCE; AND THE PROPOSAL FOR THE PAYMENT OF DIVIDENDS RECOMMENDED BY THE PRESIDENT; PRESENT BEFORE THE GENERAL MEETING OF SHAREHOLDERS A REPORT ON THE GENERAL STATE AND CONDITION OF THE COMPANY, AS WELL AS OF ANY EVENTS DURING THE FISCAL PERIOD JUST ENDED; RECOMMEND TO THE SHAREHOLDERS MEETING A STATEMENT OF DIVIDENDS, ALONG WITH THE ESTABLISHMENT OF FINANCIAL RESERVES WHICH MAY BE DEEMED TO BE CONVENIENT; CALL SHAREHOLDERS' MEETINGS; ESTABLISH AUDITING SERVICES WHEN IT IS CONSIDERED NECESSARY; APPROVE THE YEARLY BUDGET; DECIDE ON THE PURCHASE OF SHARES OR EQUITY IN ALREADY ESTABLISHED COMPANIES, OR WHICH WILL BE INCORPORATED.

CERTIFIES :

** INTERNAL AUDITOR **

FAX AUDIT # H09000240537

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2009 NOV 13 PM 4:30

FILED

FAX AUDIT # H09000240537

Operation Number:01CJ21028076 Date: 20091028 Time: 15:09:47 Page 7

NAME	IDENTIFICATION
MAIN INTERNAL AUDITOR	
DIAZ QUIROGA JOSE RICARDO	C.C. 00003194840
ALTERNATE INTERNAL AUDITOR	
ORDOÑEZ GONZALEZ VIRGILIO	C.C. 00079500040

THAT ON MINUTES NO. 0000036 OF THE BOARD OF DIRECTORS OF 31ST MARCH, 2008 FILED 29TH APRIL, 2008 UNDER NUMBER 00038037 OF BOOK IX THE FOLLOWING WERE APPOINTED:

NAME	IDENTIFICATION
AUDITOR - THE FIRM	
BDO AUDIT AGE	TAX ID 08606000639

CERTIFIES :

PERMIT FOR OPERATIONS_
THAT BY RESOLUTION NUMBER AN 07757 OF 5TH OCTOBER, 1981, FILED WITH THIS CHAMBER OF COMMERCE ON 28TH OCTOBER, 1981 UNDER NUMBER 5.497 OF BOOK IX, THE SUPERINTENDENT OF COMPANIES GRANTED DEFINITE AUTHORIZATION FOR THE OPERATION OF THE COMPANY AEROVÍAS DE INTEGRACIÓN REGIONAL S.A. DOMICILED IN THIS CITY.

CERTIFIES :

THAT THE LEGAL PERSON HAS REGISTERED THE FOLLOWING:

NAME: AEROVÍAS DE INTEGRACIÓN REGIONAL AIRES
REGISTRATION NO. 00026137
RENEWAL OF THE REGISTRY : 31ST MARCH, 2009
LAST RENEWED YEAR : 2009

NAME : WWW.AIRES.AERO
REGISTRATION NO. 00132867
RENEWAL OF THE REGISTRY : 31ST MARCH, 2009
LAST RENEWED YEAR : 2009

CERTIFIES :

THAT THERE ARE NO FILINGS PRIOR TO THE DATE OF THIS CERTIFICATE WHICH MIGHT MODIFY, TOTALLY OR PARTIALLY, ITS CONTENTS.

IN ACCORDANCE WITH THAT WHICH IS ESTABLISHED UNDER LAW 962 OF 2005, THE FILINGS WHICH ARE CERTIFIED WILL BECOME EFFECTIVE FIVE (5) DAYS FOLLOWING ITS REGISTRY, AS LONG AS THEY ARE NOT THE OBJECT OF GOVERNMENTAL REMEDY (REINSTATEMENT, APPEAL, OR COMPLAINT)

CERTIFICATION FEE: \$3500

IN ACCORDANCE WITH DECREE 2150 OF 1995 AND THE AUTHORIZATION GIVEN BY THE SUPERINTENDENCY OF INDUSTRY AND COMMERCE, ON DOCUMENT OF 18TH NOVEMBER, 1996 THE ELECTRONIC SIGNATURE WHICH FOLLOWS IS VALID FOR ALL LEGAL INTENTS AND PURPOSES

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