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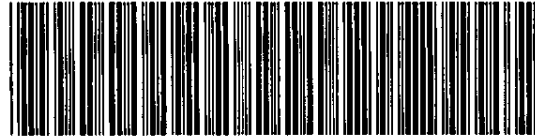
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16 DEC 20 PM 4:06
U.S. DEPARTMENT OF THE TREASURY
WASHINGTON, D.C.

T WASHINGTON

DEC 22 2016

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: HELIFLY CORPORATION

Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Ingrid S Pereyra

Name of Person

Credit Solutions and Financial

Firm/Company

6511 Nova Dr 187

Address

DAVE FL 33317

City/State and Zip code

ingrid.csfs@gmail.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Ingrid S Pereyra at (786) 290 5625

Name of Person

Area Code

Daytime Telephone Number

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☒ \$87.50 Filing Fee, Certificate of Status & Certified Copy

**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. Compania De Vuelo de Helicopteros Comerciales S.A.S. Corporation
(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. Colombia 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. March 05, 1991 5. _____
(Date of incorporation) (Date of duration, if other than perpetual)

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

7. 35 Madrid Lane Davie FL 33324
(Principal office address)

6511 Nova Dr 137 Davie FL 33317

(Current mailing address, if different)

8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Ingrid S Pereyra

Office Address: 35 Madrid Lane

Davie, Florida 33324
(City) (Zip code)

9. 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.

Ingrid S Pereyra

(Registered agent's signature)

10. 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.

FILED
18 DEC 20 PM 4:06
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: Villada Londono, Jhon Jairo

Address: Calle 3 66 22 Hangar 67 D
Medellin Colombia

Vice Chairman: Yolima Gomez Guarin

Address: Calle 3 66 22 Hangar 67 D
Medellin Colombia

Director: Elber Acosta Lara

Address: Calle 3 66 22 Hangar 67 D
Medellin Colombia

Director: _____

Address: _____

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

12. _____

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 11 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

13. Villada Londono, Jhon Jairo - Chairman

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

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16 DEC 20 PM 4:06
CLERK OF THE COURT
JUDICIAL DEPARTMENT
TALLAHASSEE, FLORIDA

CÁMARA DE COMERCIO DE MEDELLÍN PARA ANTIOQUIA

Certificado generado a través de taquillas

Lugar y fecha: Medellín, 2016/11/01 Hora: 10:31

Número de radicado: 0014538066 - ATPCEM Página: 1



Código de verificación: hlnNvjkkUajcpcca Copia: 2 de 5

Para verificar el contenido y confiabilidad de este certificado, ingrese a www.certificadoscamara.com y digite el código de verificación. Este certificado, que podrá ser validado por una única vez, corresponde a la imagen y contenido del certificado creado en el momento en que se generó en las taquillas o a través de la plataforma virtual de la Cámara.

CERTIFICADO DE EXISTENCIA Y REPRESENTACIÓN

El SECRÉTARIO DE LA CÁMARA DE COMERCIO DE MEDELLÍN PARA ANTIOQUIA, con fundamento en las matrículas e inscripciones del Registro Mercantil,

CERTIFICA

NOMBRE: COMPAÑIA DE VUELO DE HELICOPTEROS
COMERCIALES S.A.S.

SIGLA: HELIFLY S.A.S.

MATRÍCULA: 21-457625-12

DOMICILIO: MEDELLIN

NIT 800121208-6

CERTIFICA

Fecha de Renovación: Marzo 30 de 2016

CERTIFICA

DIRECCIÓN DEL DOMICILIO PRINCIPAL: Calle 3 66 22 HANGAR 67D MEDELLÍN,
ANTIOQUIA, COLOMBIA

CERTIFICA

CONSTITUCION: Que por Escritura Publica Nro. 306, otorgada en la Notaría 17 de Medellín, en marzo 05 de 1991, inscrita inicialmente en la Cámara de Comercio de Quibdo el 06 de marzo de 1991 y posteriormente registrada en esta Cámara de Comercio en octubre 31 de 2011, en el libro 9, bajo el número 19556 se constituyó una Sociedad comercial de responsabilidad Limitada denominada:

TAXÍ AEREO DEL BAUDO LIMITADA

CÁMARA DE COMERCIO DE MEDELLÍN PARA ANTIOQUIA

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Página: 3



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Copia: 2 de 5

Medellín.

Escritura Publica Nro. 2631 de octubre 30 de 2011, de la Notaría 2 de Medellín, registrada en esta Cámara de Comercio en octubre 31 de 2011, en el libro 9, bajo el número 19556, mediante la cual la sociedad cambia su domicilio de la ciudad de Quibdo a la ciudad de Medellín.

Escritura No. 2839 del 15 de noviembre de 2011, de la Notaría 2a. de Medellín.

Acta No. 77, del 24 de febrero de 2012, de la Asamblea de Accionistas, registrada en esta Cámara el 16 de abril de 2012, en el libro 9o., bajo el No. 7065, mediante la cual la sociedad se transforma de limitada a sociedad por acciones simplificada y en adelante se denominará:

COMPANÍA DE VUELO DE HELICOPTEROS COMERCIALES S.A.S.

ACLARACIÓN: Acta del 18 de abril de 2012, de la Asamblea de Accionistas.

CERTIFICA

VIGENCIA: Que la sociedad no se halla disuelta y su duración es indefinida.

CERTIFICA

OBJETO SOCIAL: La sociedad tendrá como objeto principal las siguientes actividades:

Prestar servicios civiles y comerciales de transporte aéreo no regular de AEROTAXI con helicópteros, aviones y similares correspondientes a servicio de ambulancia, vigilancia, excursiones turísticas, rescate, transporte de ejecutivos, control de incendios, apoyo en caso de accidentes o en la zona de desastres, promociones comerciales y de publicidad, trabajos aéreos especiales, en la modalidad de geología, sísmica y apoyos en eventos cívicos y deportivos.

Prestar servicio de operador de transporte, agente de fletes, carga internacional y nacional, giros y encomiendas.

Prestación de servicios destinados a la importación de todo tipo de mercancías extranjeras y exportación de productos nacionales.

Operar como agente de aduanas.

Participar en la constitución y fundación de agencias de viajes.

Servir de agente a empresas nacionales o extranjeras, de dicho objeto social.

CÁMARA DE COMERCIO DE MEDELLÍN PARA ANTIOQUIA

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Copia: 2 de 5

NOMBRAMIENTOS:

CARGO	NOMBRE	IDENTIFICACION
REPRESENTANTE LEGAL	JOHN JAIRO VILLADA LONDOÑO DESIGNACION	10.285.691

Por Acta No. 77, del 24 de febrero de 2012, de la Asamblea de Accionistas, registrada en esta Cámara el 16 de abril de 2012, en el libro 9, bajo el No. 7066

SUPLENTE	ELBER ACOSTA LARA DESIGNACION	8.726.808
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Por Acta No. 77, del 24 de febrero de 2012, de la Asamblea de Accionistas, registrada en esta Cámara el 16 de abril de 2012, en el libro 9, bajo el No. 7066

CERTIFICA

FACULTADES DEL REPRESENTANTE LEGAL: La sociedad será gerenciada, administrada y representada legalmente ante terceros por el representante legal, quien no tendrá restricciones de contratación por razón de la naturaleza ni de la cuantía de los actos que celebre. Por lo tanto, se entenderá que el representante legal podrá celebrar o ejecutar todos los actos y contratos comprendidos en el objeto social o que se relacionen directamente con la existencia y el funcionamiento de la sociedad.

El representante legal se entenderá investido de los más amplios poderes para actuar en todas las circunstancias en nombre de la sociedad, con excepción de aquellas facultades que, de acuerdo con los estatutos, se hubieren reservado los accionistas. En las relaciones frente a terceros, la sociedad quedará obligada por los actos y contratos celebrados por el representante legal.

Designará al secretario de la compañía, que lo será también de la asamblea de socios.

Designará los empleados que requieran el normal funcionamiento de la compañía y señalarles su remuneración, excepto cuando se trate de aquellos que por la Ley o por los estatutos deban ser designados por la asamblea de socios.

Presentará un informe de su gestión a la asamblea de socios en reuniones ordinarias y el balance general de fin de ejercicio con un proyecto de distribución de utilidades.

Convocar a la asamblea a reuniones ordinarias y extraordinarias.

CÁMARA DE COMERCIO DE MEDELLÍN PARA ANTIOQUIA

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Si usted expidió el certificado a través de la plataforma virtual, puede imprimirlo con la certeza de que fue expedido por la Cámara de Comercio de Medellín para Antioquia. La persona o entidad a la que usted le va a entregar el certificado puede verificar su contenido, por una sola vez y en un plazo no mayor a 30 días contados desde el momento de su expedición, ingresando a www.certificadoscamara.com y digitando el código de verificación que se encuentra en el encabezado del presente documento. El certificado a validar corresponde a la imagen y contenido del certificado creado en el momento en que se generó en las taquillas o a través de la plataforma virtual de la Cámara.

SANDRA MILENA MONTES PALACIO
DIRECTORA DE REGISTROS PÚBLICOS

CHAMBER OF COMMERCE OF MEDELLIN FOR ANTIOQUIA

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Place and date: Medellin 11/01/2016 Time: 10:31

Chamber of Commerce

File Number: 0014538066- ATPCEM Page: 1

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CERTIFICATE OF EXISTENCE AND REPRESENTATION

The secretary of the Chamber of Commerce of Medellin, for Antioquia, based on the registrations and inscriptions of the mercantile registry,

CERTIFIES

NAME: COMPANIA DE VUELO DE HELICOPTEROS COMERCIALES S.A.S.

ABBREVIATION: HELIFLY S.A.S.

REGISTRY: 21-457625-12

DOMICILE: MEDELLIN

NIT (NUMBER OF TAX IDENTIFICATION): 800121208-6

CERTIFIES

Renewal Date: March 30 of 2016

CERTIFIES

ADDRESS OF PRINCIPAL DOMICILE: 3rd Street 66 22 Hangar 67D MEDELLIN, ANTIOQUIA, COLOMBIA.

CERTIFIES

CONSTITUTION: That for public document number 306, granted at 17th Notary of Medellin, on March 05 of 1991, initially registered at Chamber of Commerce of Quibdo on March 06 of 1991 and later registered in this Chamber of Commerce on October 31 of 2011, on the book 9, under number 19556 a Limited Liability commercial partnership was constituted named:

TAXI AEREO DEL BAUDO LIMITADA

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CERTIFIES

REFORM: That as of today the partnership has been reformed by the following documents:

Public Document number 2322 of August 12 of 1992 from the 10th Notary of Medellin.

Public document number 269 of November 11 of 1994, from the 26th Notary of Medellin.

Public document number 1204 of September 23 of 1995 from the 26th Notary of Medellin, registered in this Chamber of Commerce on October 31 of 2011, on the book 9, under the number 19556, whereby the partnership changed its denomination for:

AEROLINEAS DEL PACIFICO LIMITADA

Public Document number 248 of January 30 of Medellin, from the 20th Notary of Medellin.

Public Document number 98 of January 19 of 2000, from the 20th Notary of Medellin.

Public Document number 2635 of July 17 of 2000, from the 20th Notary of Medellin.

Public Document number 2171 of September 4 of 2002, from the 26th Notary of Medellin.

Public Document number 3377 of October 22 of 2003, from the 26th Notary of Medellin.

Public Document number 119 of January 27 of 2005, from the 27th Notary of Medellin.

Public Document number 487 of February 20 of 2006, from the 26th Notary of Medellin.

Public Document number 2065 of June 12 of 2006, from the 26th Notary of Medellin.

Public Document number 882 of March 23 of 2007, from the 9th Notary of Medellin.

Public Document number 2937 of October 3 of 2007, from the 9th Notary of Medellin.

Public Document number 684 of March 7 of 2008, from the 9th Notary of Medellin.

Public Document number 1868 of June 10 of 2010, from the 20th Notary of Medellin, registered in this Chamber of Commerce on October 31 of 2011, on book 9 under number 19556, whereby the partnership changed its denomination for:

COMPANIA DE VUELO DE HELICOPTEROS COMERCIALES LTDA,

Being able to use the abbreviation HELIFLY

Public Document number 2612 of September 27 of 2010, from the 2nd Notary of

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Medellin.

Public document number 2631 on October 30 of 2011, from the 2nd Notary of Medellin, registered in this Chamber of Commerce on October 31 of 2011, on book 9, under number 19556, whereby the partnership changed domicile from the city of Quibdo to the city of Medellin.

Public Document 2839 of November 15 of 2011, from the 2nd Notary of Medellin.

Minutes number 77, of 24 of February of 2012, from the share holders assembly, registered at this Chamber the 16th of April of 2012, on the 9th book, under number 7065, whereby the partnership is transformed from limited to simplified shares partnership and it will now be denominated:

COMPANIA DE VUELO DE HELICOPTEROS COMERCIALES S.A.S.

CLARIFICATION: Minutes from the 18th of April of 2012, from the shareholders assembly.

CERTIFIES

TERM: That the partnership has not been dissolved and its duration is perpetual.

CERTIFIES

Statutory Purpose: the partnership has as main purpose the following activities:

Provide commercial and civilian services of aerial transportation non regular aero taxi with helicopters, aircrafts and similar correspondent to ambulance service, security, tourist excursions, rescue, corporate executives transportation, fire control, support in case of accident or in disaster zone, commercial advertising and publicity, special aerial jobs, in the modality of geology, seismic and support at sport and civilian events.

Provide transportation, operator services, freight agent, international and national cargo, remittances and parcels.

Provide services intended to import all types of foreign merchandise and export of national products.

Operate as customs agent.

Participate in the constitution and foundation of travel agencies.

Serve as agent for national or international companies, of such corporate purpose.

CHAMBER OF COMMERCE OF MEDELLIN FOR ANTIOQUIA

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Chamber of Commerce

Place and date: Medellin 11/01/2016 Time: 10:31

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The partnership constituted by this minutes may purchase or rent under any title warehouses for its commercial activities and business, purchase all types of movables, requesting recognition as a customs zone, purchase machinery for use and development of business activities, dispose of assets whether movable or immovable under any title, encumber, and in general enter into any type of contract with lending agencies, banks and/or commercial financing entities or similar, and in conclusion conduct all and each civil or commercial actions or related operations to guarantee the achievement of the company's purpose and trades with affinity or relevant to its existence and purpose.

Participate as a member or investor in other partnerships or companies with a similar social purpose or related, with the same legal purpose constituted by this instrument.

Perform all type of mercantile operations, civil, industrial, financial, etc., enter into any contract when necessary and that involves accomplishment of the social purpose, either independently or by third parties.

The partnership will execute, in general, all operations of any nature relevant to the mentioned purpose, as well as any similar activity, related or complementary that facilitates or develops the trade or industry of the partnership.

In addition, the partnership will be allowed to perform any other legal activity commercial or civil in Colombia and abroad.

CERTIFIES

THAT THE EQUITY OF THE PARTNERSHIP IS:	NUMBER OF SHARES	NOMINAL VALUE
AUTHORIZED	\$1,133.400.000.00	113.340
SUBSCRIBED	\$991,730.000.00	99.173
PAID	\$771,370.000.00	77.137

CERTIFIES

LEGAL REPRESENTATION: the legal representation of the simplified shares partnership will be in charge of an individual or a legal entity, share holder or not, who will have one (1) substitute.

Paragraph 1: The substitute may replace the legal representative when absence is permanent, temporarily or occasionally, in all actions relevant for the development of the partnership's activity.

CERTIFIES

CHAMBER OF COMMERCE OF MEDELLIN FOR ANTIOQUIA

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DESIGNATIONS:

POSITION	NAME	IDENTIFICATION
LEGAL REPRESENTATIVE	JHON JAIRO VILLADA LONDONO	10.285.691

DESIGNATION

By minutes number 77, from 24 of February of 2012, of the shareholder assembly, registered at this Chamber the 16 of April of 2012, on book 9, under number 7066.

SUBSTITUTE	ELBER ACOSTA LARA	8.726.808
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DESIGNATION

By minutes number 77 from 24 of February of 2012, of the shareholder assembly, registered at this Chamber the 16 of April of 2012, on book 9, under number 7066.

CERTIFIES

CAPACITY OF THE LEGAL REPRESENTATIVE: the partnership will be managed, administered and legally represented before third parties by the legal representative, who has no restrictions engaging into contracts of any nature or any amount. Therefore it is hereby understood that the legal representative will be able to execute all acts and contracts contained in the social purpose or directly related with its existence and the operations of the partnership.

The legal representative is granted the most extensive powers to act in all circumstances on behalf of the partnership, with the exception of those capacities that, in accordance with the statutes, were reserved by the shareholders.

Regarding third parties, the partnership will be bound by the acts and contracts executed by the legal representative.

Will appoint the partnership's secretary, who will also serve at the shareholders assembly.

Will appoint employees required for the regular operation of the company and will designate their compensation, except when the law or the statutes appoint the shareholder assembly to do so.

Will submit a report to the shareholder assembly in regular meetings and balance sheet at year end with a profit distribution proposal.

Convene the assembly for ordinary and extraordinary meetings.

CHAMBER OF COMMERCE OF MEDELLIN FOR ANTIOQUIA

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Chamber of Commerce

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It is prohibited to the legal representative and to other managers of the partnership, individually or by intermediary, to obtain in any way or legal form, loans from the partnership, or to obtain endorsement, collateral or any other type of guarantee for personal obligations.

CERTIFIES

STATUTORY AUDITOR

POSITION	NAME	IDENTIFICATION
STATUTORY AUDITOR	LIGIA AMPARO FRANCO TORRES	43.066.265

DESIGNATION

By minutes number 69 from 13 of August of 2010, of the shareholder assembly, contained in Public document number 2631 from 20 of October of 2011, of the 2nd Notary of Medellin, registered at this Chamber on November 2, 2011, book 9 under number 19733.

CERTIFIES

ADDRESS (ES) FOR LEGAL NOTIFICATION

3RD Street 66 22 Hangar 67D MEDELLIN, ANTIOQUIA, COLOMBIA

CERTIFIES

EMAIL ADDRESS (ES) FOR LEGAL NOTIFICATION

helifly@heliflycolombia.com

CERTIFIES

That in the CHAMBER OF COMMERCE OF MEDELLIN FOR ANTIOQUIA, there is no later registration of the mentioned before, of documents referred to reform, dissolve, liquidate or appoint legal representatives of such entity.

The acts of registry here certified are definite ten (10) business days after the notification date, provided that the same were not subject to any of the resources and opportunity established by articles 74 and 76 of the Code of Administrative Procedure and of the Administrative Contentious.

This certificate is in full legal force under disposition by law 527 of 1999. In which mechanic signature is incorporated as a graphic representation of the secretary of the Chamber of

CHAMBER OF COMMERCE OF MEDELLIN FOR ANTIOQUIA

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If you generated the certificate through the virtual platform, you can print it with the certainty that it has been issued by the Chamber of Commerce of Medellin for Antioquia. The individual or entity to whom you will give the certificate can verify its contents, once, within 30 days from the moment it was issued, entering to www.certificadoscamara.com and typing the verification code located at the header of this document. The certificate to validate corresponds to the image and content of the certificate created at the moment that it was generated at the booking office or through the Chamber's virtual platform.

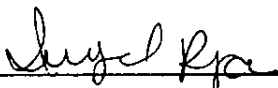
SIGNATURE

SANDRA MILENA MONTES PALACIO

PUBLIC REGISTRY DIRECTOR

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I, Ingrid S Pereyra certify that I am fluent in the English and Spanish languages, and that the above/attached document is an accurate translation of the document attached entitled Certificate of Existence and Representation.

Signature  12/01/2016

Ingrid S Pereyra
35 Madrid Lane

Davie, FL 33324