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TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl 32314

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-01/24/00--01108--001
*****78.75 *****78.75

Subject: Pirate Air, Inc.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

_____ $ 70.00 Filing Fee

_X_ $ 78.75 Filing Fee & Certificate

_____ $ 122.50 Filing Fee & Certified Copy
(additional copy required)

_____ $ 131.25 Filing Fee, Certified Copy & Certificate
(additional copy required)

From   Rick Clemo
     1230 13TH CT SW

     Largo, FL 33770

Note: Please provide the original and one copy of the articles.

T. Burch   JAN 2 8 2000

ARTICLES OF INCORPORATION

The undersigned incorporator , for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I : NAME

The name of the corporation shall be: **Pirate Air, Inc.**

ARTICLE II : PRINICPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

> 123013th CT SE
> Largo, FL 33770

ARTICLE III : SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

> 500 Shares

ARTICLE IV : INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

> Rick Clemo
> 1230 13th CT SW
> Largo, Fl 33770

ARTICLE V : INCORPORATOR(S)

The name and address of the incorporator(s) to these Articles of Incorporation Are:

> Rick Clemo
> 1230 13TH CT SW
> Largo, FL 33770

Rick Clemo _____
Signature/Incorporator

_1 - 21 - 2000_
Date

Having been named as registered agent and to accept service of process for the above corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Rick Clemo _____
Signature Of Registered Agent

_1 - 21 - 2000_
Date