

PO0000017044

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H00000007392 4))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 922-4001

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

FILED
00 FEB 17 AM 10:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

aviation development group, inc.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

H00000007392

ARTICLES OF INCORPORATION
OF
AVIATION DEVELOPMENT GROUP, INC.

The undersigned, acting as incorporator of AVIATION DEVELOPMENT GROUP, INC. under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I.
NAME

The name of the corporation is:

AVIATION DEVELOPMENT GROUP, INC.

ARTICLE II.
COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

ARTICLE III. PURPOSE

This corporation is formed for the purpose of engaging in cargo logistics, aviation services, including sales and marketing, and may engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE IV.
AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$0.01 per share. The consideration to be paid for each share shall be fixed by the board of director(s) and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed or to be performed for the benefit of the corporation. Each issued and outstanding stock shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of the shareholders.

These Articles prepared by:
John F. Jankowski, Jr., Esq., P.A.
Cornerstone One- Suite 220
1200 South Pine Island Road
Plantation, Florida 33324-4402
(954) 370-1026
Fla. Bar #833533

H00000007392

FILED
00 FEB 17 AM 10:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H00000007392

ARTICLE V.
INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The street and mailing address of the initial principal office of the corporation is 12973 S.W. 112th Street, Suite 174, Miami, Florida 33186.

The name of the corporation's initial Registered Agent is John F. Jankowski, Jr., Esq., P.A., whose address is Cornerstone One - Suite 220, 1200 South Pine Island Road, Plantation, Florida 33324-4402.

ARTICLE VI.
INITIAL BOARD OF DIRECTORS AND OFFICERS

The corporation shall have one director(s) initially. The number of directors may be increased from time to time, as provided in the bylaws, but shall never be less than one. The name and street address of the initial Director(s) are:

Francisco Rodriguez, Director
Artemisa McLeod, Director
Vittorio Montti, Director
12973 S.W. 112th St. - Suite 174
Miami, Florida 33186

The initial officers of the corporation are:

Francisco Rodriguez, President/Secretary
Artemisa McLeod, Senior Vice President Administration
Vittorio Montti, Senior Vice President, Operations & Logistics

ARTICLE VII.
INCORPORATOR

The name and street address of the incorporator is:

Francisco Rodriguez
12973 S.W. 112th St. - Suite 174
Miami, Florida 33186

ARTICLE VIII.
BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

H00000007392

H00000007392

ARTICLE IX.
AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous approval or consent of the board of directors. Thereafter, every amendment shall be approved by the board of directors, proposed by them to the shareholders, and approved at a shareholders' meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

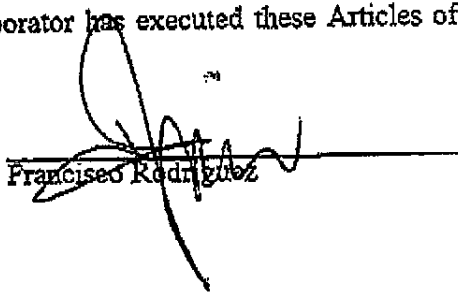
ARTICLE X.
PREEMPTIVE RIGHTS

Each shareholder of the Corporation shall have the right, upon the sale for cash or otherwise, of any new stock of the Corporation or of any stock of the Corporation held by it in its treasury or otherwise, of the same or any other kind, class or series as that which each existing shareholder already holds, to purchase his/her pro rata or any other share of such stock at the same price at which it is offered to others or any other price.

ARTICLE XI.
INDEMNIFICATION

In addition to any rights and duties under applicable law, the Corporation shall indemnify and hold harmless all its directors, officers, and former directors, and officers, from and against all liabilities and obligations, including attorneys fees, incurred in connection with any actions taken or failed to be taken by said directors, and officers, in their capacity as such except for willful misconduct or gross negligence.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 11 /day of February, 2000.


Francisco Rodriguez

H00000007392

HUUUUUUUU07392

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 15 day of February, 2000, by Francisco Rodriguez, to me well known to be the person who executed the foregoing articles or who produced drivers license as identification and who did take an oath.

NOTARY PUBLIC - STATE OF FLORIDA
MONICA POMPEIO
COMMISSION # 00000000000000000000
EXPIRES 07/31/02
BONDED THROUGH ABA 1-800-NOTARYS

Monica Pompeio
Notary Public, State of Florida
Print Name: _____
My commission expires: _____

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent for AVIATION DEVELOPMENT GROUP, INC., in the foregoing Articles of Incorporation, I, John F. Jankowski, Jr., Esq., P.A., hereby agree to accept service of process for said corporation and to comply with all statutes relative to the complete and proper performance of the duties of Registered Agent of which I am familiar.

JOHN F. JANKOWSKI, JR., ESQ., P.A.

By: *J. Jankowski, Jr.*
Its: John F. Jankowski, Jr.
President

These Articles prepared by:
John F. Jankowski, Jr., Esq., P.A.
Cornerstone One- Suite 220
1200 South Pine Island Road
Plantation, Florida 33324-4402
(954) 370-1026

FILED
00 FEB 17 AM 10:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H000000007392