OFFER CORDORAGE FILTING SERVICE INC.

AZARUS CORPORATE FILING SERVICE, INC.
(Requestor's Name)

3320 S.W. 87th AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

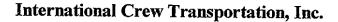
(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

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OFFICE USE ONLY

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ARTICLES OF INCORPORATION

International Crew Transportation, Inc.

ARTICLE I - NAME

The name of the corporation is International Crew Transportation, Inc.

ARTICLE II - DURATION

This corporation is to exist perpetually

<u>ARTICLE III – PURPOSE</u>

This corporation is organized for the purpose of transacting any lawful business.

ARTICLE IV - CAPTIAL STOCK

This corporation is authorized to issue 7,5000 states of one Dollar (\$1.00) par value common stock.

ARTICLE V - PREEEMPTIVE RIGHTS

Every shareholder, upon sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - PRINCIPAL OFFICE, RESGISTERED OFFICE AND GRANT

The principal office of the corporation is at 4800 N.W. 36th St., Bldg. 351 Miami, FL 33122.

(1 of 4)

ARTICLES VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (3) directors initially. The number of directors may be either increased or diminished from time to time, in accordance with the by-laws of the corporation, but shall never be less than one (3). The name and address of the initial directors of this corporation are:

Name: Gustavo Lopez

President

Address: 6300 SW 147th Terr.

Miami, FL 33158

Jorge Becerra Vice-President 6329 NW 179th Terr.

Miami, FL 33015

Xavier Rosero-Barrios Tresurer/Secretry

7563 SW 166th Ct. Miami, FL 33193

ARTICLE VIII - INCORPORATIOR

The name and address of the person signing these Articles of Incorporation is:

Name: Gustavo Lopez

Address: 6300 SW 147th Terr.

Miami, FL 33158

Jorge Becerra

6329 NW 179th Terr.

Miami, FL 33015

Xavier Rosero-Barrios

7563 SW 166th Ct. Miami, FL 33193

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extend permitted by law.

ARTICLE XI – AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereof, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS THEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 17th day of March 2000.

Name: Gustayo Lopez

Jorge Becerra

Xavier Rosero-Barries

Address: 6300 SW 147th Terr.

Miami, FL 33158

6329 NW 179th Terr. Miami, FL 33015

7563 SW 166th Ct. Miami, FL 33193 CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091 Florida Statues, the following is submitted in compliance with said act:

THAT, International Crew Transportation, Inc. under the laws of the State of Florida, with its principal offices 4800 N.W. 36th St., Bldg. 35A Miami, FL 33122 has named Gustavo Lopez as its agent to accept service of process within the state of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named corporation, at the place designated in this Certificate, I hereby accept to act in that capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By:

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