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Florida Department of State
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FLORIDA PROFIT CORPORATION OR P.A.

QUISQUEYA AIRLINES, INC.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION

OF

QUISQUEYA AIRLINES, INC.

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

ARTICLE I NAME

The name of the corporation shall be: **QUISQUEYA AIRLINES, INC.**

ARTICLE II THE PURPOSES

The purpose for which the corporation is formed are: to engage in any act or activity for which corporation may be formed under the General Florida Corporation Law, provided that the corporation shall not engage in any act or activity which requires the consent of approval of any state official, department, board, agency or any other body, without first having obtained such consent.

For the accomplishment of the aforesaid purposes, and in the furtherance thereof, the corporation shall have and may exercise all of the powers conferred by the General Corporation Law upon the corporation formed thereunder, subject to any limitations contained in any statute of the State of Florida.

ARTICLE III PRINCIPLE OFFICE

The principle place of business and mailing address of this corporation shall be 1038 Brickell Avenue, Miami, Florida 33131.

ARTICLE IV SHARES

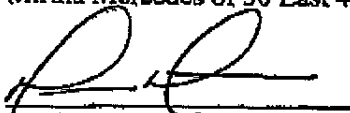
The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 with no par value.

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:
Francisco E. Collado of 70 Lake Eden Drive, Boynton Beach, Florida 33435

ARTICLE VI INCORPORATOR

The name and address of the incorporator to these articles of Incorporation are:
Mirtha Mercedes of 30 East 40th Street Suite 605, New York, NY 10016.


Mirtha Mercedes

10/6/00
Date

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Quisqueya Airlines, Inc.

Having been named as registered agent and to accept service of process for the above stated 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. Provisions of section 607.325 of the Florida General Corporations act.


Francisco E. Collado, Registered agent

10/6/00
Date

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