

P00000104989

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.

((H00000058815 2)))

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 : BERGER DAVIS & SINGERMANN
Account Number : I19990000048
Phone : (954) 525-9900
Fax Number : (954) 523-2872

FLORIDA PROFIT CORPORATION OR P.A.

DHL AVIATION AMERICAS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 NOV - 8 AM 8:42

B. McKnight

NOV 09 2000

11/08/2000 16:29

NO.870 0002

FAX AUDIT NO. H00000058815 2

**ARTICLES OF INCORPORATION
OF
DHL AVIATION AMERICAS, INC.
A FLORIDA CORPORATION**

The undersigned, acting as Incorporator of a Florida corporation ("Corporation") under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, hereby causes to be delivered the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is DHL AVIATION AMERICAS, INC.

ARTICLE II

ADDRESS

The principal office and mailing address of the Corporation is:

6360 N.W. 5th Way, Suite 103
Fort Lauderdale, Florida 33309

ARTICLE III

COMMENCEMENT OF CORPORATE EXISTENCE

The corporate existence shall begin on the date these Articles of Incorporation are filed with the Department of State.

ARTICLE IV

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

75862.1/GENERAL_GEN/EDS_FTL
11/8/2000 wps

FAX AUDIT NO. H00000058815 2

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 NOV - 8 AM 8:42

FAX AUDIT NO. H00000058815 2

ARTICLE VCAPITAL STOCK

The Corporation is authorized to issue Ten Thousand (10,000) shares of Common Stock having a par value of One Dollar (\$1.00) per share.

ARTICLE VIINITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is: 1200 South Pine Island Road, Plantation Florida 33324 and the name of the initial Registered Agent of the Corporation at that address is C T Corporation System.

ARTICLE VIIINITIAL BOARD OF DIRECTORS

The Corporation shall initially have two (2) directors to hold office until the first annual meeting of shareholders, and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The names and addresses of the initial directors of the Corporation are as follows:

<u>Name</u>	<u>Address</u>
Neil Ferguson	6360 N.W. 5 th Way, Suite 103 Fort Lauderdale, Florida 33309
Jon Olin	6360 N.W. 5 th Way, Suite 103 Fort Lauderdale, Florida 33309

ARTICLE VIIIINCORPORATOR

The name and address of the person signing these Articles are as follows:

11/08/2000 16:29

NO.870 0004

FAX AUDIT NO. H00000058815 2

Name

Franklin H. Caplan

Address

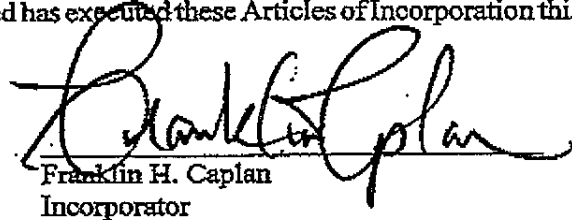
200 South Biscayne Blvd., Suite 2950
Miami, Florida 33131

ARTICLE IX

INDEMNIFICATION

The directors, officers and employees of the Corporation shall be exculpated from liability to the Corporation, and indemnified against liability by the Corporation, for actions taken or failed to be taken in their capacities as directors, officers or employees of the Corporation, to the fullest extent permitted by Florida law and the Bylaws of the Corporation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this
8th day of November, 2000.


Franklin H. Caplan
Incorporator

11/08/2000 16:29

NO.870 0005

FAX AUDIT NO. H00000058815 2

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of DHL Aviation Americas, Inc. as made in the foregoing Articles of Incorporation, and agree to act in such 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 the initial Registered Agent of DHL Aviation Americas, Inc.

Date: November 8, 2000

Barbara A. Burke

CT Corporation System
Initial Registered Agent

BARBARA A. BURKE
SPECIAL ASSISTANT SECRETARY

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 NOV -8 AM 8:42

75862.1/GENERAL.GSM/SPS_FTL
11/8/2000 wps

4

FAX AUDIT NO. H00000058815 2

TOTAL P.02