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Florida Department of State
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To: Division of Corporations
Fax Number : (850) 205-0381

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

BASIC AIR, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION

OF

BASIC AIR, INC.

The undersigned natural person, acting to form a corporation under the laws of the State of Florida that provide for the formation of a corporation for profit, with the powers, rights, privileges and immunities hereinafter mentioned, do hereby make, subscribe, acknowledge and file with the Secretary of State of the State of Florida these Articles of Incorporation; and to that end set forth:

ARTICLE I

The name of the corporation shall be:

BASIC AIR, INC.

ARTICLE II

The initial post office address of the principal office of the corporation in Florida will be:

9500 S Dadeland Blvd Suite 508
Miami, Fl 33156

ARTICLE III

This corporation will engage and is empowered to engage in any business permitted under the laws of the United States of America and of the State of Florida.

Prepared by
Boris Kotko
9500 S Dadeland Blvd Suite 508
Miami, Fl 33156
(305)670-0000

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TALLAHASSEE, FLORIDA

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ARTICLE IV

The Total number of shares of stock which this Corporation is authorized to have outstanding is defined as follows :

<u>Class</u>	<u>No. Shares</u>	<u>Par Value</u>
Common	7,500	\$ 1.00

ARTICLE V

The amount of capital this corporation will begin business with is:

FIVE HUNDRED DOLLARS (\$500.00)

ARTICLE VI

This corporation shall have perpetual existence.

ARTICLE VII

This corporation shall have ONE directors initially. The number of Directors may be increased or diminished from time to time, as provided by the By-Laws adopted by the stockholders.

ARTICLE VIII

The name and post office address of the member of the first Board of Directors of this corporation, and who shall hold office for the first year, or until their successor is chosen shall be:

Boris Kotko
9500 S Dadeland Blvd Suite 508
Miami, FL 33156

ARTICLE IX

The name and address of the officers of the Corporation, who shall hold office until their successor is chosen, shall be:

Boris Kotko
9500 S Dadeland Blvd Suite 508
Miami, FL 33156

ARTICLE X

The initial registered agent and registered office of the corporation shall be:

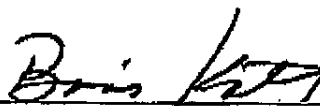
Rafael E. Rodriguez, Jr., CPA
9500 S Dadeland Blvd Suite 508
Miami, FL 33156,

ARTICLE XI

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by it to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all of the directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation be made.

IN WITNESS WHEREOF, the undersigned, being the sole incorporator of the corporation identified above, declare that I have examined the foregoing this 1st. day of August 2001, and do declare it to be true and correct.

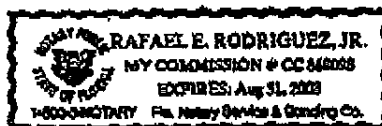
Boris Kotko
9500 S Dadeland Blvd Suite 508
Miami, FL 33156



COUNTY OF DADE)
) SS:
STATE OF FLORIDA)

THIS IS TO CERTIFY that on this 1st. day of August 2001 before me, a notary public, personally appeared Boris Kotko who is personally known to me and who produced a Florida Drivers License and who I am satisfied is the person named as the sole incorporator and executor of the foregoing Articles of Incorporation, and who by his signature in my presence has acknowledged the same as his voluntary act.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal on this 1st. day of August 2001.



My commission expires

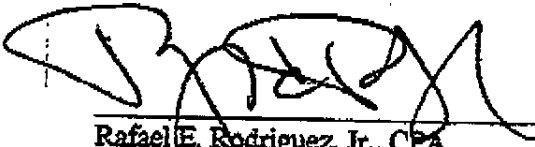


Notary Public

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ACCEPTANCE OF REGISTERED AGENT APPOINTMENT

I, Rafael E. Rodriguez, Jr., CPA., a natural person with an address of 9500 S Dadeland Blvd Suite 508, Miami, FL 33156, do hereby accept the appointment of Registered Agent of BASIC AIR, INC. on this 1st day of August of 2001.



Rafael E. Rodriguez, Jr., CPA.
9500 S Dadeland Blvd Suite 508
Miami, FL 33156,

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TALLAHASSEE, FLORIDA

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