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FILED
01 NOV 27 AM 9:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

November 23, 2001

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 33214

Ref: TADSA AIR, INC.

000004635480--6
-11/27/01--01068--011
*****78.75 *****78.75

Dear Sir/Madam:

I attach the original and one copy of the Articles of Incorporation for TADSA AIR, INC., together with my check in the amount of \$78.75.

This represents the cost of Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Sincerely yours,



RAFAEL A. VITERI

TADSA AIR, INC.
4970 S.W. 72nd Avenue, Suite 104
Miami, Florida 33155

J. BRYAN DEC - 3 2001

ARTICLES OF INCORPORATION

of

TADSA AIR, INC.

(name of corporation)

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The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I – CORPORATE NAME

The name of the corporation is:

TADSA AIR, INC.

ARTICLE II – DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III – PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV – CAPITAL STOCK

The corporation is authorized to issue **One Hundred** shares (100) of **One Dollar(s)** (\$1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V – INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

Name	Richard D. Lotharius		
Address	7700 N. Kendall Drive, Ste. 304		
City	Miami	FLORIDA	ZIP 33156

The principal office, if known, or the mailing address of the corporation is:

Name	Tadsa Air, Inc.		
Address	4970 S.W. 72 nd Avenue, Suite 104		
City	Miami	FLORIDA	ZIP 33155

ARTICLE VI – INITIAL BOARD OF DIRECTORS

This corporation shall have One (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

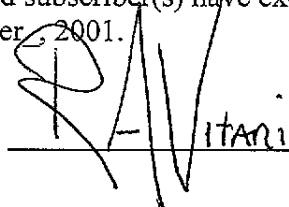
Name	Rafael A. Viteri		
Address	4970 S.W. 72 nd Avenue, Suite 104		
City	Miami	STATE Florida	ZIP 33155
Name	Nathalia Coka de Viteri		
Address	4970 S.W. 72 nd Avenue, Suite 104		
City	Miami	STATE Florida	ZIP 33155
Name			
Address			
City		STATE	ZIP

ARTICLE VII – INCORPORATION

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

Name	Rafael A. Viteri		
Address	4970 S.W. 72 nd Avenue, Suite 104		
City	Miami	STATE Florida	ZIP 33155
Name			
Address			
City		STATE	ZIP
Name			
Address			
City		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 25th day of November, 2001.

 _____ (Seal)

_____ (Seal)
_____ (Seal)

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

*CERTIFICATE OF REGISTERED AGENT
OF*

TADSA AIR, INC.

(name of corporation)

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Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with its
register office as indicated in the Articles of Incorporation

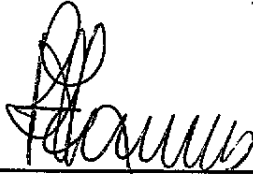
At: 7700 N. Kendall Drive, Suite 304, Miami, Florida 33156

Has named **RICHARD D. LOTHARIUS**

Located at the aforesaid address, as its Register Agent to accept service of process within
this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated
corporation at the place designated in this certificate, and being familiar with the
obligations of that position, I hereby accept to act in this capacity, and agree to comply
with the provisions of Florida Law in keeping open said office.



(registered agent)