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RECEIVED
03 MAY 12 AM 11:06
DIVISION OF CORPORATION

FILED
03 MAY 12 PM 12:22
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

SMITH MAY 12 2003

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Arco Air Service Inc

Signature _____

Requested by: SW 5/12

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

☒ Art of Inc. File _____

_____ LTD Partnership File _____

_____ Foreign Corp. File _____

_____ L.C. File _____

_____ Fictitious Name File _____

_____ Trade/Service Mark _____

_____ Merger File _____

_____ Art. of Amend. File _____

_____ RA Resignation _____

_____ Dissolution / Withdrawal _____

_____ Annual Report / Reinstatement _____

_____ Cert. Copy _____

_____ Photo Copy _____

_____ Certificate of Good Standing _____

_____ Certificate of Status _____

_____ Certificate of Fictitious Name _____

_____ Corp Record Search _____

_____ Officer Search _____

_____ Fictitious Search _____

_____ Fictitious Owner Search _____

_____ Vehicle Search _____

_____ Driving Record _____

_____ UCC 1 or 3 File _____

_____ UCC 11 Search _____

_____ UCC 11 Retrieval _____

_____ Courier _____

ARTICLES OF INCORPORATION

OF

ARCO AIR SERVICE, INC.

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be:

ARCO AIR SERVICE, INC.

ARTICLE II

The general nature of the business to be transacted by the corporation is as follows:

- 1- The corporation may engage in any activity or business which is permitted under the laws of the United States, the State of Florida or any other State, Country, Territory or Nation.
- 2- And in general, to carry on any other business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties.
- 3- And, further, to borrow or raise money for any purpose of the company, and to secure the same interest, or for other purposes, to mortgage all or part of the property corporeal or incorporeal rights or franchise of this company now owned or negotiate bonds and mortgages, bills or exchange, promissory notes or other obligations or negotiable instruments.

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ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

500 Shares of Common Stock – Par Value \$1.00

All of said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation. The payment thereof does not have to be at the time of issuance, provided that said shares are subject to calls thereon until the whole consideration therefore shall have been paid. All of such shares are to consist of one class only.

ARTICLE IV

The amount of capital with which this corporation shall commence business shall not be less than \$500.00.

ARTICLE V

This corporation shall commence its existence on filing, and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE VI

The initial address of this corporation shall be 6000 NW 28TH WAY – HANGER G – 1 FT. LAUDERDALE, FL. 33309 with the mailing address and the privilege of having its offices and branch offices at other places within or without the State of Florida.

ARTICLE VII

This corporation shall have at least one director, with the exact number to be specified by the stockholders from time to time unless the stockholders shall, by a majority vote hereafter, determine that the corporation be managed by the stockholders.

ARTICLE VIII

The names and addresses of the first Board of Directors are as follows:

MARIA M. RANGLE
6000 NW 28TH WAY-HANGER G-1
FT. LAUDERDALE, FL. 33309

ARTICLE IX

The names and addresses of the Initial Officers of the corporation are as follows:

President

MARIA M. RANGEL
6000 NW 28TH WAY-HANGER G-1
FT. LAUDERDALE, FL. 33309

ARTICLE X

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of such other corporation, any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any officer of such other corporation, or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which will authorize any such contract or transaction with like force and effect as if he were not such director or officer of such other corporation, or not so interested.

ARTICLE XI

The private property of the stockholders shall not be subject to the payment of the corporate debts in any extent whatever. The corporation shall have a first lien on the shares of its stockholders and upon the dividends due them for any indebtedness of such stockholders of the corporation.

ARTICLE XII

This corporation may indemnify and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

ARTICLE XIII

The names and post office address of the Subscribers, and the number of shares of stock they agree to take is:

MARIA M. RANGEL
6000 NW 28TH WAY-HANGER G-1
FT. LAUDERDALE, FL. 33309

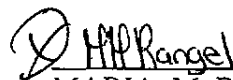
100 SHARES

AMENDMENT

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 them to the Stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon.

ACKNOWLEDGMENT

IN WITNESS THEREOF, I, the undersigned, being the original subscriber to the capital stock herein above named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of the State of Florida, do make and file these Articles, hereby declaring and certifying that the facts herein stated are true and agree to take the number set forth, and here unto set my hand and seal this 8TH day of MAY, 2003.



MARIA M. RANGEL

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1-The name of the corporation is: ARCO AIR SERVICE, INC.

2- The name and address of the registered agent and office is :

MARIA M. RANGEL
(Name)
6000 NW 28TH WAY - HANGER G-1
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)
FT. KAUDERDALE, FL. 33309
(CITY/STATE/ZIP)

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TALLAHASSEE, FLORIDA

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.


(Signature)

05-08-03
(Date)