

**Electronic Articles of Incorporation
For**

P03000076034
FILED
July 11, 2003
Sec. Of State

HIGH OCTANE AVIATION, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

HIGH OCTANE AVIATION, INC.

Article II

The principal place of business address:

3700 NORTH 29TH AVENUE
SUITE 202
HOLLYWOOD, FL. US 33020

The mailing address of the corporation is:

3700 NORTH 29TH AVENUE
SUITE 202
HOLLYWOOD, FL. US 33020

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100,000

Article V

The name and Florida street address of the registered agent is:

EITAN SHMUELI
3700 NORTH 29TH AVENUE
SUITE 202
HOLLYWOOD, FL, FL. 33020

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: EITAN SHMUELI

Article VI

The name and address of the incorporator is:

EITAN SHMUELI
3700 NORTH 29TH AVENUE
SUITE 202
HOLLYWOOD, FL 33020

Incorporator Signature: EITAN SHMUELI

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: VP
MICHAEL A LUSTIGMAN
4380 EAST ALAMEDA AVENUE
DENVER, CO. 80246 US

Title: VP
EITAN SHMUELI
3700 NORTH 29TH AVENUE, SUITE 202
HOLLYWOOD, FL. 33020 US

Article VIII

The effective date for this corporation shall be:

07/11/2003