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SECRETARY OF STATE
TALLAHASSEE FL 32304

REUVEN HIMMELSTEIN
APEX HELICOPTER INC.
11000 N.W. 18TH MANOR
PLANTATION, FL. 33322

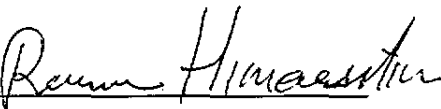
November 6, 2003

Department of State
Division of Corporations
Tallahassee, Fl. 32302

Subject: APEX HELICOPTER INC.
Proposed Name of Corporation

Enclosed, you will find the sum of \$78.75 to cover the cost of filing and one original and one copy of the Articles of Incorporation for the above named.

Thanking you in advance,

A handwritten signature in cursive script, reading "Reuven Himmelstein", is written over a horizontal line.

REUVEN HIMMELSTEIN
PRESIDENT

ARTICLES OF INCORPORATION
OF

APEX HELICOPTER INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

APEX HELICOPTER INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Principal Place of Business:

Mailing Address:

**11000 N.W. 18TH MANOR
PLANTATION, FL. 33322**

**11000 N.W. 18TH MANOR
PLANTATION, FL. 33322**

Phone Number: **954-472-3124**

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

One Thousand Shares (1000.) at One Dollar (\$1.00) par value per share.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

**REUVEN HIMMELSTEIN
11000 N.W. 18TH MANOR
PLANTATION, FL. 33322**

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporators to these Articles of incorporation and the office each shall hold is(are); and the number of shares he (she) has subscribed to.

President

SHARES

**REUVEN HIMMELSTEIN
11000 N.W. 18TH MANOR
PLANTATION, FL. 33322**

1,000

The undersigned incorporators have executed these Articles of Incorporation this 6th day of November, 2003.



Signature

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, 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:

APEX HELICOPTER INC.

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

**REUVEN HIMMELSTEIN
11000 N.W. 18TH MANOR
PLANTATION, FL. 33322**

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SECRETARY OF STATE
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

11/06/03

Date