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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

**FLORIDA PROFIT CORPORATION OR P.A.
THALASSA AIR CORP.**

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION OF
THALASSA AIR CORP.

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

ARTICLE I NAME

The name of this corporation is THALASSA AIR CORP.

ARTICLE II PRINCIPAL OFFICE

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

1251 SW 85th Terrace
Pembroke Pines, FL 33025

ARTICLE III SHARES

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

1500 shares of \$1.00 per value common stock

ARTICLE IV INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be increased or diminished from time to time in accordance with by-laws adopted by the stockholders. The names and addresses of the initial board of directors are:

<u>NAME</u>	<u>ADDRESS</u>
Bernardo Barrera President	1251 SW 85 th Terrace Pembroke Pines, FL 33025
Jose J. Jimenez Vice President	1251 SW 85 th Terrace Pembroke Pines, FL 33025
Monica Echandia Secretary, Treasurer	1251 SW 85 th Terrace Pembroke Pines, FL 33025

ARTICLE V. INITIAL REGISTERED AGENT AND STREET ADDRESS

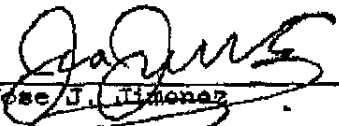
The name and Florida street address of the initial registered agent is:

Jose J. Jimenez
1251 SW 85th Terrace
Pembroke Pines, FL 33025

ARTICLE VI. INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

Jose J. Jimenez
1251 SW 85th Terrace
Pembroke Pines, FL 33025

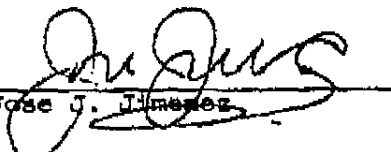


Jose J. Jimenez

January 30th 2004
Date

ACKNOWLEDGMENT:

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.



Jose J. Jimenez

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