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FLORIDA PROFIT CORPORATION OR P.A.

national air cargo and freight, inc.

Certificate of Status	0
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Page Count	03
Estimated Charge	\$78.75

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**ARTICLES OF INCORPORATION
OF
NATIONAL AIR CARGO AND FREIGHT, INC.**

In compliance with the requirements of F.S. Chapter 607, the undersigned hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation is: National Air Cargo and Freight, Inc..

ARTICLE II

The street address of the principal office of the Corporation is: 1330 West Avenue, Suite 903, Miami Beach, FL. 33139.

ARTICLE III

The maximum number of shares this Corporation is authorized to issue is 1000, par value \$1.00 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE IV

The initial street address of the Corporation's registered office is: 1330 West Avenue, Suite 903, Miami Beach, Florida, 33139. The initial registered agent for the Corporation at that address is: Santiago Vitagliano.

ARTICLE V

The name and street address of the person signing these articles of incorporation is:

Name

Address

Santiago Vitagliano

1330 West Avenue, Suite 903, Miami
Beach, FL 33139

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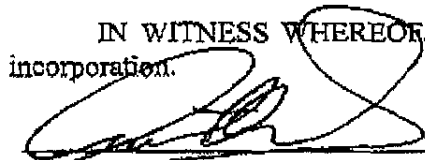
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ARTICLE VI

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

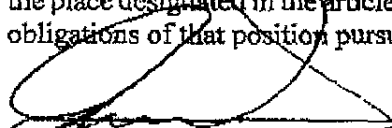
IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation.


Santiago Vitagliano
Incorporator

8/10/05
Date

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for National Air Cargo and Freight, Inc. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501.


Santiago Vitagliano
Registered Agent

8/10/05
Date

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