

Division of Corporations

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Florida Department of State

Division of Corporations

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Account Name : SMITH, GAMBRELL & RUSSELL LLP
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FLORIDA PROFIT/NON PROFIT CORPORATION

ATCC Airline Investment, Inc.

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SMITH, GAMBRELL & RUSSELL

003

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

SUBJECT: ATCC Airline Investment, Inc.
(PROPOSED CORPORATE NAME-MUST INCLUDE SUFFIX)

Enclosed is an original and one copy of the articles of incorporation for:

X \$70.00	\$78.75
Filing Fee	Filing Fee
	& Certificate of Status

FROM: Rebecca Saferstein, Paralegal, Smith, Gambrell & Russell, LLP
Name (Printed or typed)

Suite 3100, Promenade II, 1230 Peachtree St., N.E.
Address

Atlanta, Georgia 30309-3592
City, State & Zip

(404) 815-3721
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

02/06/2006 16:15 FAX 4048153508

SMITH, GAMBRELL, RUSSELL

0003

FEB-8-2006 04:12P FROM:WOLF RESIDENCE

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P.2

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SMITH, GAMBRELL & RUSSELL

0002

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ARTICLES OF INCORPORATION
OF
ATCC AIRLINE INVESTMENT, INC.

Article 1

The name of the corporation is ATCC Airline Investment, Inc. (the "Corporation").

Article 2

The street address of the Corporation and the initial principal office of the Corporation is 1221 Brickell Avenue, Suite 1590, Miami, Florida, 33131.

Article 3

The street address of the initial registered agent of the Corporation is 1221 Brickell Avenue, Suite 1590, Miami, Florida, 33131 and the name of the initial registered agent of the Corporation at such address is Jorge Wolf.

Article 4

The street address of the sole incorporator of the Corporation is Suite 3100, Promenade II, 1230 Peachtree Street, N.E., Atlanta, Georgia 30309-3592. The name of the incorporator of the Corporation is Thomas J. Stalzer.

Article 5

The Corporation has the authority to issue 100 shares of capital stock, par value \$.01 per share, which shall constitute one class of capital stock designated "Common Stock."

The undersigned sole incorporator of the Corporation hereby executes these Articles of Incorporation of the Corporation this 8th day of February, 2006.



Signature of Incorporator

Certification of Registered Agent

Having been named as registered agent to accept service of process for the Corporation at the place designated in Article 3 of these Articles of Incorporation, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Signature of Registered Agent

2/8/06
Date