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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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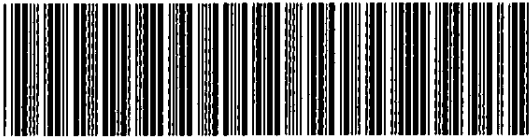
(Business Entity Name)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MRS  
8/6

*David C. Galfond*

ATTORNEY AT LAW

8 SOUTH SEWALL'S POINT ROAD

SEWALL'S POINT

STUART, FL. 34996-6728

(772) 286-0800

FAX (772) 286-7690

DAVID C. GALFOND (FL., D.C. & MD.)  
COUNSEL

ARTHUR F. KONOPIKA (FL., D.C., N.Y. & MD.)

STEPHEN P. GOLFOND (D.C. & MD.)

TARRANT H. LOMAX (D.C. & MD.)

WASHINGTON OFFICE  
4530 WISCONSIN AVE., N.W.  
WASHINGTON, D. C. 20016  
(202) 331-0700

August 5, 2008

Corporate Division  
Florida Department of State  
Post Office Box 6327  
Tallahassee, FL 32314

Re: Articles of Incorporation for  
Armellini Air Express, Inc.

Dear Sirs:

Enclosed please find one original and one photocopy of the Articles of Incorporation of a corporation to be formed; Armellini Air Express, Inc.

Also, please find attached the designation of Registered Agent and the acceptance of that appointment as Agent.

Attached as well please find a check in the sum of \$78.75, the requisite fee for filing (including a certified copy of the Articles of Incorporation.)

The corporation will have 10,000 shares of no par value common stock.

Kindly forward the approval as quickly as possible as the parties are ready to commence business as soon as it is received.

The said approval should be forwarded to me at the Stuart, Florida address above. Thank you for your cooperation in this matter.

Very truly yours,

  
David C. Galfond

DCG/ns  
enclosures  
[Aairexpress]

Articles of Incorporation

of

Armellini Air Express, Inc.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Article 1 - Name. The name of the corporation shall be Armellini Air Express, Inc. The principal place of business and the corporate address is: 3446 Armellini Avenue, Palm City, FL 34990.

Article 2 - Duration. This corporation shall have perpetual existence, commencing on the date of the filing of these Articles of Incorporation with the Department of State, State of Florida.

Article 3 - Purpose. This corporation is organized for the purpose of doing business as an Indirect Air Carrier; that is to book space on airlines (domestic & foreign carriers) and to tender air-freight to those air carriers by truck, or otherwise, in any of the states of the United States, or in Canada.  
The corporation is empowered to rent, lease, construct or otherwise obtain facilities, warehouses, trucks or offices in support of the above enumerated objectives. In so doing, the corporation may borrow monies, execute promissory notes or mortgages, and generally to do whatever is necessary to raise the necessary capital with which to build or lease required facilities. This corporation shall be empowered to transact any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as it now may exist, or may later be amended.

Article 4 - Stock. The corporation is authorized to issue 10,000 shares of no par value common stock, hereinafter designated as the "common shares".

Article 5 - Pre-Emptive Rights. Every shareholder, upon the sale of any stock of this corporation for cash, shall have the right to purchase his or her pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article 6 - Initial Registered Office & Agent. The street address of the initial registered office of this corporation is 3446 SW Armellini Avenue, Palm City, FL 34990, and the name of the initial registered agent of the corporation at that address is John J. Nicholson.

Article 7 - Initial Board of Directors. The corporation shall have seven Directors constituting the initial Board of Directors. The number of Directors may be increased or decreased by the By-Laws, from time to time; however, there shall never be less than one Director, nor more than ten Directors. The names of the initial Directors, and their addresses are as follows:

Jules Armellini  
Sarah Armellini  
David Armellini  
John J. Nicholson  
Stephen Armellini  
Richard Armellini  
Judy Dusharm

-----  
[all of whom are located at]  
3446 SW Armellini Avenue  
Palm City, FL 34990

Article 8 - Incorporators. The names of the incorporators, and their addresses are as follows:

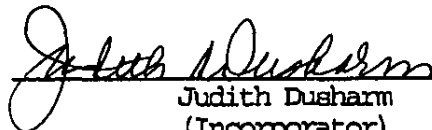
Judith Dusharm  
3446 SW Armellini Avenue  
Palm City, FL 34990


Cindy Swader  
3446 SW Armellini Avenue  
Palm City, FL 34990

Article 9 - Indemnification. The corporation shall fully indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

Article 10 - Amendments. This corporation may amend or repeal any of the provisions contained in these Articles of Incorporation, or any amendment thereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on the 5th day of August, 2008.

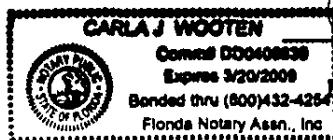
  
\_\_\_\_\_  
Judith Dusharm  
(Incorporator)

  
\_\_\_\_\_  
Cindy Swader  
(Incorporator)

State of Florida;  
Martin County, To Wit:

Before me, Carla J. Wooten, a Notary Public authorized to take acknowledgments in the State and County set forth above did personally appear Judith Dusharm and Cindy Swader who are personally known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they did so for the purposes intended, freely and voluntarily.

In witness whereof, I have set my hand and seal this 5th day of August, 2008.



Carla J. Wooten  
Notary Public  
My commission expires 3/20/2009

**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN FLORIDA, AND  
ACCEPTANCE OF AGENCY UPON WHOM PROCESS  
MAY BE SERVED.**

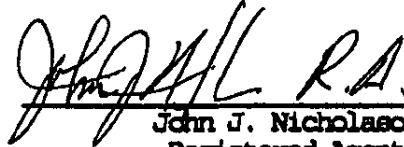
In accordance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

First, that Armellini Air Express, Inc. desires to organize or qualify under the laws of the State of Florida, with its initial principal place of business at 3446 SW Armellini Avenue Palm City, FL 34990, and has named John J. Nicholson as its agent (Registered Agent) to accept service of process within the State of Florida.

Dated this 5th day of August, 2008.

Judith Dusharm  
Judith Dusharm  
(Director)

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I will further agree to comply with all the provisions of all statutes relative to the proper performance of my duties in that regard.

 R.A.

John J. Nicholson  
Registered Agent

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA