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FLORIDA PROFIT/NON PROFIT CORPORATION

horizontal aviation usa, inc.

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TALLAHASSEE, FLORIDA

J. Shivers MAY 15 2009

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AMENDED ARTICLES OF INCORPORATION

OF

HORIZONTAL AVIATION USA, INC.

WE, the undersigned, hereby associated ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, Chapter 607, providing for the formation of a corporation for profit, with the powers, rights, privileges and immunities hereinafter mentioned, and we hereby make, subscribe and acknowledge and file with the Secretary of State these Articles of Incorporation; and to that end we do, by these Articles set forth;

ARTICLE ONE-NAME

The name of this corporation is Horizontal Aviation USA, INC.

ARTICLE TWO-PRINCIPAL PLACE OF BUSINESS

The street address of the initial principal office of the corporation is 1930 Harrison Street, Suite 503, Hollywood, Florida 33020.

ARTICLE THREE-PURPOSE

The purpose of this corporation is to engage in any activity or business allowed and permitted to be done by corporations under the statutes of the State of Florida. The corporation shall transact and carry on any business hereinafter mentioned, and all other lawful business not herein delineated, as the need arises, as fully and to the same extent as natural persons might or could do.

Prepared By:
Fred Hochsztein, Esq.
HOCHSZTEIN & HARRISON-JOLLY, P.A.
1930 Harrison Street, Suite 503
Hollywood, Florida 33020

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ARTICLE FOUR-CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is 1,000 shares of common stock.

ARTICLE FIVE-INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors is one (1). The number of directors may be increased or decreased from time to time in accordance with the By-laws but shall never be less than one. The name and address of the initial director of the corporation is as follows:

FERNANDO LOPEZ
731 NW 12th Street
Suite #22
Miami, Florida 33126

ARTICLE SIX-REGISTERED AGENT

The Registered Agent shall be Fred Hochsztein, Esquire whose address is 1930 Harrison Street, Suite 503, Hollywood, Florida 33020.

ARTICLE SEVEN - INCORPORATORS

The name and address of each incorporator is as follows:

FRED HOCHSZTEIN, Esq.	1930 Harrison Street, Suite 503 Hollywood, Florida 33020
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ARTICLE EIGHT-INITIAL OFFICERS

FERNANDO LOPEZ	President
FERNANDO LOPEZ	Secretary
FERNANDO LOPEZ	Treasurer

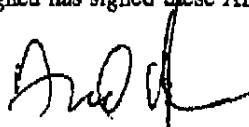
ARTICLE NINE - DURATION

The corporation shall have perpetual existence.

ARTICLE TEN - AMENDMENTS

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 13th day of May, 2009.

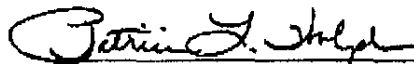


Fred Hochshtein, Incorporator

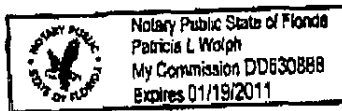
STATE OF FLORIDA)
)SS:
COUNTY OF BROWARD)

BEFORE ME, personally appeared Fred Hochshtein, well known to me to be the person described herein and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 13th day of May, 2009



Notary Public



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**CERTIFICATE OF DESIGNATION PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That Horizontal Aviation USA, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at the City of Hollywood, County of Broward, and the State of Florida, has named, Fred Hochshtein, ESQ., 1930 Harrison Street, Suite 503, Hollywood, Florida 33020 as its agent to accept service of process within its State.


INCORPORATOR

DATED: 5/13/09

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said office.


RESIDENT AGENT

DATED: 5/13/09

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