2011 FOR PROFIT CORPORATION ANNUAL REPORT

DOCUMENT# P10000061146

Entity Name: PROXIMA AIRLINES INC.

FILED Mar 15, 2011 Secretary of State

Current Principal Place of Business: New Principal Place of Business:

OPA-LOCKA EXECUTIVE AIRPORT 285 NE 98TH STREET INTERFLIGHT SUITES 153, 4200 NW 145TH. ST MIAMI SHORES, FL 33138

MIAMI, FL 33054

Current Mailing Address: New Mailing Address:

OPA-LOCKA EXECUTIVE AIRPORT
INTERFLIGHT SUITES 153, 4200 NW 145TH. ST
MIAMI, FL 33054

285 NE 98TH STREET
MIAMI SHORES, FL 33138

FEI Number: 27-3122502 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired (X)

Name and Address of Current Registered Agent: Name and Address of New Registered Agent:

KEELOR, RICHARD H
OPA-LOCKA EXECUTIVE AIRPORT
INTERFLIGHT SUITES 153, 4200 NW 145TH. ST
MIAMI, FL 33054 US

KEELOR, RICHARD H
285 NE 98TH STREET
MIAMI SHORES, FL 33138 US

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: RICHARD H KEELOR 03/15/2011

Electronic Signature of Registered Agent Date

OFFICERS AND DIRECTORS:

Title: DCPS

 Name:
 KEELOR, RICHARD H

 Address:
 285 NE 98TH STREET

 City-St-Zip:
 MIAMI SHORES, FL 33138

Title: CEO Name: TAIT, DAVID

Address: 285 NE 98TH STREET
City-St-Zip: MIAMI SHORES, FL 33138

Title: CFOT

 Name:
 KEELOR, RICHARD H

 Address:
 285 NE 98TH STREET

 City-St-Zip:
 MIAMI SHORES, FL 33138

Title: COO

 Name:
 FREYMUTH, PETER

 Address:
 285 NE 98TH STREET

 City-St-Zip:
 MIAMI SHORES, FL 33138

I hereby certify that the information indicated on this report or supplemental report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears above, or on an attachment with all other like empowered.

SIGNATURE: RICHARD H KEELOR CFO 03/15/2011