

P95000007142

January 17, 1995

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

Mark McAuley
1740 NW 34 Ct.
Ft. Lauderdale FL 33109

000001388780
-01/25/95--01022--001
***122.50 ***122.50

SUBJECT: *Keep-em Flying USA Inc.*

Enclosed, you will find the Articles Of Incorporation and one (1) copy of the same. Also enclosed is a money order for \$122.50 for the necessary filing fees. If there is anything else that you need, please do not hesitate to call me at 305-583-2171.

Thank you for your assistance

Mark McAuley

Mark McAuley
President

Mark McAuley, GA.
AUTHOR. & C. SECTION
CORRECT *Corp. Subject*
DATE *1-27-95*
DOC. EXAM *CHS*

H. SIMS JAN 27 1995

ARTICLES OF INCORPORATION OF

Keep-em Flying USA INC.

The undersigned incorporates for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following articles of incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Keep-em Flying USA INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be.

*1740 NW 36 Ct.
Fort Lauderdale, Fl. 33309*

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 (one hundred)

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS:

The name and address of the initial registered agents are:

*Mark McAuley
1740 NW 36 Ct.
Ft. Lauderdale, Fl. 33309*

ARTICLE V INCORPORATOR

The name and street address of the incorporator to these Articles Of Incorporation are:

MARK McAULEY
1740 NW 36 Ct.
Ft. Lauderdale Fl. 33309

ARTICLE VI OFFICER

The officer of the corporation is as follows:

President: Mark McAuley

The undersigned incorporators have executed these Articles Of Incorporation this sixth (6) day of January, 1995.

Mark McAuley

SIGNATURE (PRESIDENT)

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Keep-em Flying USA Inc.

2. The name and address of the registered agent and office is:

Mark McAuley
1740 NW 36 Ct
Ft. Lauderdale, Fl. 33309

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointments as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Mark McAuley

(Signature)

1-17-95

Date