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MARCH 23, 1995

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Secretary of State
New corporation Division
Tallahassee, Florida

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-03/27/95--01110--003
****122.50 ****122.50

Gentlemen:

RE: NEW AIR HAITI, INC. (NAH)

Please find enclosed two (2) copies of Articles of Incorporation for the above named corporation.

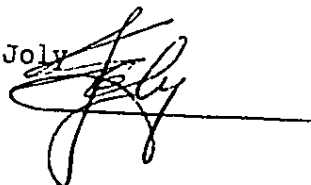
Also enclosed is a check for the amount of \$122.50 to cover the following:

Charter Fee	\$ 35.00
Filing Fee	35.00
Certified Fee	52.50
	\$ 122.50

Please mail Certified Copy and any other necessary papers to us at: 7300 N. Kendall Dr., Ste. #530, Miami, FL 33156.

Sincerely,

Yvon Joly



ARTICLES OF INCORPORATION
OF
NEW AIR HAITI, INC. (NAH)

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DIVISION OF CORPORATIONS

ARTICLE I - NAME

The Name of this corporation shall be
NEW AIR HAITI, INC. (NAH)

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The general nature of the business to be transacted by this corporation shall be any and all activities permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue ONE MILLION shares of common stock.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro rata share thereof (As nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

7300 N. KENDALL DR. STE. # 530
MIAMI, FL 33156

and the name of the initial registered agent of this corporation at that address is:

YVON JOLY

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may increased or decreased from time to time by virtue of the bylaws adopted by the shareholders / directors. The name and address of the initial directors of this corporation is:

NAME	ADDRESS
YVON JOLY	7300 N. KENDALL DR. STE 530 MIAMI, FL 33156
LYLS RENOIT	7300 N. KENDALL DR. STE. 530 MIAMI, FL 33156

ARTICLE IX - INCORPORATORS

NAME	ADDRESS
YVON JOLY	7300 N. KENDALL DR. STE 530 MIAMI, FL 33156
LYLS RENOIT	7300 N. KENDALL DR. STE 530 MIAMI, FL 33156

ARTICLE X - BYLAWS

The power to adopt, alter, amend or repeal the bylaws shall be vested in the Board of Directors / shareholders.

ARTICLE XI - RESTRICTION OF TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following person and in the amount set opposite his or her name:

NAME	NUMBER OF STOCK
YVON JOLY	500,000.
LYLS RENOIT	500,000.

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

ARTICLE XII - INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is not less than ONE THOUSAND DOLLARS (\$1,000).

ARTICLE XIII - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be vested, exercised and directed by and under the authority of, the shareholders / directors of this corporation, including but not limited to the management of the business and affairs of this corporation.

ARTICLE XIV - POWERS

This corporation shall have all of the general powers together with all of the additional and specific powers granted by the laws of the State of Florida, as well as all implied powers and carrying out the foregoing powers.

The foregoing clauses shall be construed both as objects and powers, but not recitation, expression or declarations of specific or special powers or purposes herein enumerated shall be deemed to be exclusive, but is hereby expressly declared that other lawful powers not inconsistent therewith are hereby included.

ARTICLE XV - DIRECTORS RESIDENCY AND COMPENSATION

Directors of this corporation may be residents of the State of Florida, or any other States of U.S. The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

ARTICLE XVI - REMOVAL OF DIRECTORS

The shareholders of this corporation shall not be entitled to remove any directors from office during his term.

ARTICLE XVII - LIMITATION OF POWERS OF COMMITTEES

In addition to other limitations imposed by law, no committee of directors of this corporation shall have the right or exercise the power of the Board of Directors to authorize any merger or dissolution, unless specifically authorize in writing by the original Incorporators / Directors / shareholders of this corporation.

ARTICLE XVIII - DIRECTOR QUORUM AND VOTING

A majority of the directors shall constitute a quorum for a meeting of the board of directors.

ARTICLE XIX - MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in special meetings of the Board of Directors by means of conference telephone as provided by law, but regular meetings of the Board of Directors must be attended in fact in person by each director.

ARTICLE XX - REDUCTION IN STATED CAPITAL

The stated capital of this corporation shall not be reduced by action of the Board of Directors where such reduction is not accompanied by any action requiring or constituting an amendment of the Articles of Incorporation.

ARTICLE XXI - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by law.

ARTICLE XXII - SUB-CHAPTER "S" AND SECTION 1244 STOCK

It is the intention of the undersigned incorporator to consent to the election under Internal Revenue Code Section 1372 (a) and to be treated as a "Small Business Corporation", and the Plan to issue Section 1244 stock in connection therewith shall be set forth in the By-Laws of this corporation.

ARTICLE XXIII - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and/or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these ARTICLES OF INCORPORATION this _____ day of _____, 1994.

LYLS RENOIT

L. Renoit

YVON JOLY

Y. Joly

STATE OF FLORIDA)
COUNTY OF DADE)

Before me, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared MARLENE M. BAZAN known to me and known by me to be the person who executed the foregoing Articles of Incorporation and who acknowledged before me the execution of those Article of Incorporation.

IN WITNESS WHEREOF, i have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 27 day of May, 1995.

My commissiion expires:

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXP. MAY 16, 1995
BONDED THRU GENERAL INS. UND.
20 103804

Joseph M. Emanuel
Notary Public, State of Florida
at Large

Joseph M Emanuel

STATE OF FLORIDA

DEPARTMENT OF STATE

Certificate Designating Place of Business or Domicile for the
Service of Process Within This State, Naming Agent Upon
Whom Process May Be Served and Named and Addresses
Of the Officers and Directors

The following is submitted, in compliance with Chapter 48.091,
Florida statutes: NEW AIR HAITI, INC. (NAH)
A corporation organized (or organizing) under the laws of the State
of Florida with its principal office at:

7300 N. KENDALL DR. STE 530

in the city of Miami , county of

Dade, State of Florida, has named: YVON JOLY

located at: 7300 N. KENDALL DR. STE 530 in the City of Miami
county of Dade, State of Florida, as its agent to accept service of
process within this state.

OFFICERS/DIRECTORS:

NAME

ADDRESS

TITLE

YVON JOLY

7300 N. KENDALL DR.
Miami, FL 33165

PRESIDENT

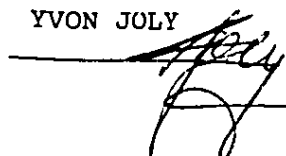
LYLS RENOIT

7300 N. KENDALL DR.
MIAMI, FL 33156

SEC / TREAS.

I agree as Registered Agent to accept Service of Process; to keep
office open during prescribed hours, to post my name (and any other
officers of said corporation authorized to accept service of
process at the above Florida designated address) in some
conspicuous place in office as required by law:

YVON JOLY



FILED
DEPT. OF STATE
MAR 27 PM 3:09
TREASURY