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REFERENCE : 573171

1003A

AUTHORIZATION :

Patrina Topato COST LIMIT : \$ 122.50 - ---_____

ORDER DATE: April 6, 1995

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ORDER TIME : 10:25 AM

ORDER NO. : 573171

CUSTOMER NO:

1003A

CUSTOMER: Scott A. Orth, Esq.

ABRAMS ANTON ROBBINS RESNICK

& SCHNEIDER P.o. Box 229010

Hollywood, FL 33022

DOMESTIC FILING

NAME: AIR ATLANTIC CARGO, INC.

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX ___CERTIFIED COPY PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS:

T. BROWN APR - 6 1995

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ARTICLES OF INCORPORATION

OF

AIR ATLANTIC CARGO, INC.



The undersigned does hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation is AIR ATLANTIC CARGO, INC., and the mailing address of the corporation is 2021 Tyler Street, Hollywood, FL 33020

ARTICLE II

PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of Florida.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) shares of One Dollar (\$1.00) par value cummon stock, which shall be designated as "Common Shares." All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

ARTICLE IV

DURATION

This corporation shall commence its corporate existence on the date of filing of these Articles of Incorporation with the Secretary of State and shall exist perpetually thereafter until sooner dissolved according to law.

ARTICLE V

INITIAL BUSINESS OFFICE AND REGISTERED AGENT

The mailing address of the initial business office of this corporation is 2021 Tyler Street, Hollywood, FL 33020 and the name of the initial registered agent of this corporation is Scott Orth whose address is 2021 Tyler Street, Hollywood, FL 33020.

ARTICLE VI

INITIAL BOARD OF DIRECTORS AND OFFICERS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the director(s) of this corporation is/are:

Scott Orth 2021 Tyler Street, Hollywood, FL 33020

The initial officer(s) of the corporation will be:

Scott Orth 2021 Tyler Street, Hollywood, FL 33020

ARTICLE VIII

INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the fullest extent permitted by law either now existing or hereafter enacted.

ARTICLE IX

BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders, but the Board of Directors may not alter, amend or repeal any By-Laws adopted by the Shareholders if the Shareholders provide that such By-Laws shall not be altered, amended or repealed by the Board of Directors.

ARTICLE X

AMENDMENTS

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

IN WITNESS WHEREOF, the undersigned as incorporator has executed these Articles of Incorporation this 4th day of April 1995.

Scott Oith

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--That AIR ATLANTIC CARGO, 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, State of Florida, has named Scott Orth, 2021 Tyler Street, Hollywood, FL 33020 as its agent to accept service of process within this State.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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 provision of said_Act relative_ftp keeping open said office.

SCOTT) ORTH

104362