

PR5000041769

DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
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FROM: EMPIRE CORPORATE NET COMPANY
1492 W FLAGLER ST
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MIAMI FL 33135-
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(((H95000005953))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: QUALITY PLUS AIR COURIER INC.
FAX AUDIT NUMBER: H95000005953
DATE REQUESTED: 05/28/1996
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JUN 26 PM 5:24
SECRETARY OF STATE
TALLAHASSEE, FL 32304

63 JUN 1 1996

MAY-26-1995 09:34 FROM EMPIRE

TO

DIU COMP ELT FI P.13
D & L BUSINESS LEGAL
141 NE 3rd AVE S.206
MIAMI FL 33132
EVIAN MORONHA

305 373-6211

(5)

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ARTICLES OF INCORPORATION OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE I - NAME

The name of the corporation is: **QUALITY PLUS AIR COURIER INC**

with the principal place of business located at:

**34 SE 2nd AVE S 613
MIAMI FL 33131**

ARTICLE II - PURPOSE

This corporation shall have perpetual existence and may engage in any and all lawful business under the laws of the United State and the State of Florida.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of one dollar par (\$1.00) per value common stock.

ARTICLE IV - PREEMPTIVE RIGHTS

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

ARTICLE V - INITIAL REGISTERED OFFICE

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

**34 SE 2nd AVE S. 613
MIAMI FL 33131**

The name of the initial Registered Agent of this corporation is:

MARCIA BRITO CAVALCANTE

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have 03 director(s) 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 initial director(s) of this corporation :

EVODIO PAIVA- PRESIDENT

IVAN ANDRADE- VICE PRESIDENT

JOSE LUIS PRADA CARELLI- SECRETARY
TREASURER

ARTICLE VII - INCORPORATOR

The name and address of the person signing this article is:

MARCIA BRITO CAVALCANTE
10361 SW 150 CT #13101
MIAMI FL 33196

ARTICLE VIII - INDEMNIFICATION

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

ARTICLE IX - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the director of, shareholders of this corporation.

ARTICLE X - BY LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the Shareholder.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 25day of MAY of 19 95


Incorporator

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TO DIV COMP ELT FI P.14

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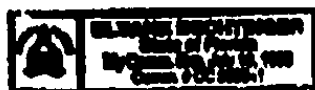
STATE OF FLORIDA)
COUNTY OF DADE)

known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have hereunder set my hand and affixed my official seal, in the state and county aforesaid this 25th day of MAY, 1995.

NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My commission expires:



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**CERTIFICATE DESIGNATING THE ADDRESS AND AN
AGENT UPON WHOM PROCESS MAY BE SERVED**

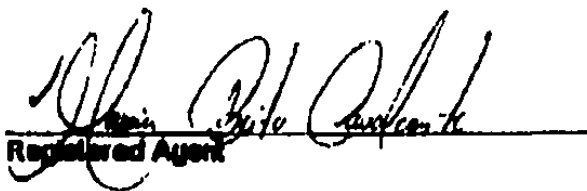
WITNESSETH:

That **QUALITY PLUS AIR COURIER INC** desiring to organize under the laws of the State of Florida, which will have its principal office in the County of Dade, State of Florida, has appointed **MARCIA BRITO CAVALCANTE**, as its agent to accept service of process within the state.

ACKNOWLEDGEMENT:

Having been named by the first Board of Directors of
QUALITY PLUS AIR COURIER INC

to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provision of the Florida Statutes, this 25th day of MAY, 19 95 .


Registered Agent

FILED
95 MAY 26 PM 5:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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