

H95000053259

S
((H95000007598)))
TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET
FROM: EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST
SUITE 200
MIAMI FL 33135- 731-
CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: SOUTH STAR AIR TRANSPORT, INC.
FAX AUDIT NUMBER: H95000007596
DATE REQUESTED: 07/10/1995
CERTIFIED COPIES: 1
NUMBER OF PAGES: 4
ESTIMATED CHARGE: \$122.50
CURRENT STATUS: REQUESTED
TIME REQUESTED: 11:30:33
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 072450003255

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H95000007598)))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM CAPS Connect: 00:02:6

FILED
95 JUL 11 PM 2:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Handwritten: 7/11
Handwritten: W-13225
Handwritten: R.A. Acamp

RECEIVED
95 JUL 10 PM 1:22
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 10, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: SOUTH STAR AIR TRANSPORT, INC.
REF: H95000013825

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The document must contain written acceptance by the registered agent. (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

FAX Aud. #: H95000007596
Letter Number: 995A00033095

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

FILED
95 JUL 11 PM 2:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

SOUTH STAR AIR TRANSPORT, INC.

ARTICLE I

The name of this corporation shall be:

SOUTH STAR AIR TRANSPORT, INC.

ARTICLE II

This corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act of the State of Florida.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to issue at any time is 1,000 shares of \$1.00 par value each.

ARTICLE IV

The Shareholders of this corporation shall have preemptive rights to acquire unissued or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe to or to acquire shares of the corporation to the extent that the Stockholders might so specifically set forth. Lacking this affirmative action by the Stockholders, there shall be no such preemptive rights.

ARTICLE V

This corporation is to have perpetual existence.

ARTICLE VI

The principal office of this corporation shall be located at 6500 N.W. 20th Avenue, 2141, Miami, Florida 33152 with the corporation retaining the power of moving its office to any other address in Florida, as may from time to time be determined and authorized by its Board of Directors, with branch offices in such other cities, or countries as may from time to time be authorized by its Board of Directors.

PREPARED BY: GUIDO A. AGUILERA, ESQ. FLORIDA BAR NO. 135749
815 PONCE DE LEON BLVD.
CORAL GABLES, FL 33134 (305) 445-8748

H95000007596

H95000007596

H95000007596

ARTICLE VII

The initial registered office of this corporation shall be at 6500 N. W. 20th Avenue, Bldg. 2141, Miami, FL 33152. The initial registered agents at such address shall be:

JORGE LUIS MORATA

ARTICLE VIII

This corporation shall at all times have at least one and not more than three Directors who shall conduct the business of the corporation as a Board of Directors. The Stockholders of this corporation may, from time to time, and at any time, increase or decrease the size of the Board of Directors of the corporation.

ARTICLE IX

The names and address of the Members of the First Board of Directors who shall hold office until the first Annual Meeting of Shareholders and/or until their successors are elected and qualified or until their earlier resignation, removal from office, or death, are:

JORGE LUIS MORATA
4350 S.W. 131 Ave.
Miami, FL 33175

MANUEL RODRIGUEZ
815 PONCE DE LEON BLVD.
CORAL GABLES, FL 33134

ARTICLE X

The names and addresses of the subscribers are:

JORGE LUIS MORATA
4350 S.W. 131 AVE.
Miami, FL 33175

MANUEL RODRIGUEZ
815 PONCE DE LEON BLVD.
CORAL GABLES, FL 33134

ARTICLE XI

The By-Laws of this corporation may be created, amended, changed or replaced by either the Stockholders or the Directors of the corporation at any duly scheduled Special Meeting called for that purpose.

H72000000596

ARTICLE XII

Every person who now is or hereafter shall become a Director of this corporation, shall be indemnified by the corporation against all costs and expenses (including counsel fees) hereafter reasonably incurred by or imposed upon him in connection with, or resulting from any action, suit or proceedings, of whatever nature, to which he or she is or shall be made a party by reason of him or her being or having been a director of the corporation (whether or not he or she is made a party to such action, suit or proceeding, or at the time such cost or expense is incurred by or imposed upon him).

However, an exception is made to the above in relation to matters as to which he or she shall be finally adjudged in such action, suit or proceeding to have been derelict in the performance of the duties imposed in him as such Director. The right of indemnification herein provided for shall not be exclusive of other rights to which any such person may now or hereafter be entitled as a matter of law.

IN WITNESS WHEREOF, the undersigned have made, subscribed and acknowledged these Articles of Incorporation, this 5th day of July, 1995.

Jorge Luis Morata
JORGE LUIS MORATA

Ramón Rodríguez
RAMÓN RODRIGUEZ

STATE OF FLORIDA)
COUNTY OF DADE) :SS

The foregoing instrument was acknowledged before me this 5th day of July, 1995, by JORGE A. SOBERON, who is/are personally known to me and who did take an oath.

My Commission expires:

NOTARY PUBLIC-STATE OF FLORIDA
COMMISSION NO.



OFFICIAL SEAL
JEANETTE RUIZ
My Comm. Expires
Dec. 30, 1996
Comm. No. CC 249191

H95000007596

H70000000596

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST, THAT SOUTH STAR AIR TRANSPORT, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF MIAMI, STATE OF FLORIDA, HAS NAMED JORGE LUIS MORATA, LOCATED AT CITY OF MIAMI, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE:

(SUBSCRIBER)

JORGE LUIS MORATA

SIGNATURE:

(SUBSCRIBER)

MANUEL RODRIGUEZ

DATE:

7/5/95

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE:

(RESIDENT AGENT)

JORGE LUIS MORATA

DATE:

7/5/95

FILED
95 JUL 11 PM 2:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA