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Charter Number 57740

7-25-95 Michele
Ind. Flan

Rautman & Mellinger
Requestor's Name

100 N.E. 84 St
Address

Miami, FL 33138
City State ZIP Phone

757-5800

VALIDATION ONLY

RECEIVED
95 JUL 26 AM 11:05
DIVISION OF CORPORATIONS

FILED
95 JUL 26 PM 3:06
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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CORPORATION(S) NAME

WEST INDIES AIR TRANSPORT, Inc.

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input checked="" type="checkbox"/> NonProfit | <input type="checkbox"/> Foreign | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reservation | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem |
| <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up | <input type="checkbox"/> After 4:30 |
| <input type="checkbox"/> Mail Out | | |

| |
|----------------|
| Name |
| Availability |
| Document |
| Examiner |
| Updater |
| Verifier |
| Acknowledgment |
| W.P. Verifier |

CERTIFIED COPY

R. CHESSER JUL 26 1995

EMPIRE
Toll Free: 1-800-432-3028

ARTICLES OF INCORPORATION
OF
WEST INDIES AIR TRANSPORT, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be WEST INDIES AIR TRANSPORT, INC.

ARTICLE II

The corporation shall have the power to engage in any lawful activity for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE III

The aggregate number of shares that the corporation shall have authority to issue and to have outstanding at any one time is 1,000 shares. All such shares shall be of a single class, designated as common.

ARTICLE IV

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amount set opposite their names:

| | |
|-----------------|-----|
| FREDERIC ELUSMA | 240 |
| ELIMA NAPOLEON | 380 |
| CARMEUS JACOB | 380 |

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

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ARTICLE V

Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically provided in these articles of incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon. The holders of the common shares shall have unlimited voting rights and the right to receive the net assets of the corporation upon its dissolution.

At each election of directors, no shareholder shall be entitled to cumulate his or her votes in voting for the election of directors.

ARTICLE VI

The corporation elects to have preemptive rights.

ARTICLE VII

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the corporation, or serves or served at the request of the corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. In addition, the corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

ARTICLE VIII

The Florida Control-Share Acquisition sections of the Florida Business Corporation Act (§§ 607.0901 through 607.0903) shall not be applicable to this corporation.

ARTICLE IX

The bylaws of the corporation may be amended by majority vote of either the directors or the shareholders.

ARTICLE X

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of three (3) directors whose name and addresses are as follows:

FREDERIC ELUSMA
306 N.E. 79th Street
Miami, FL 33138

ELIMA NAPOLEON
375 N.E. 54th Street
Suite 8
Miami, FL 33137

CARMEUS JACOB
20809 N.W. 2nd Avenue
Miami, FL 33169

ARTICLE XI

The initial registered agent of the corporation is CARMEUS JACOB. The street address of the corporation's initial registered office is 20809 N.W. 2nd Avenue, Miami, FL 33169.

ARTICLE XII

The principal place of business and mailing address of this corporation shall be: 306 N.E. 79th Street, Miami, FL 33138.

ARTICLE XIII

The name and address of the incorporator to these Article of Incorporation is

CARMEUS JACOB
20809 N.W. 2nd Avenue
Miami, FL 33169

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 16th day of JUNE, 1995.



CARMEUS JACOB, Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, a Notary Public authorized in the county and state set forth above, personally appeared CARMEUS JACOB known to me to be the person or who produced (personally known) as identification, who, as Incorporator, executed the foregoing Articles of Incorporation of WEST INDIES AIR TRANSPORT, INC. and he acknowledged that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the county and state last aforesaid, this 16th day of May, 1995.



MICHELLE MARIE HELM
My Commission CC476008
Expires Oct. 27, 1999
Bonded by HAI
800-422-1556


MICHELLE MARIE HELM
NOTARY PUBLIC, State of Florida

My commission expires:

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE VI OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE COMPLETE DISCHARGE OF HIS DUTIES.


DATED THIS 16th DAY OF ^{June}~~MAY~~, 1995.


CARMEUS JACOB
Registered Agent

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, a Notary Public authorized in the county and state set forth above, personally appeared CARMEUS JACOB known to me or who produced (personally known) as identification and who executed the foregoing Acceptance of Registered Agent, and he acknowledged that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the county and state last aforesaid, this 16th day of May, 1995.

 MICHELLE MARIE HELM
My Commission CC476006
Expires Oct. 27, 1999
Bonded by HAI
MICHELLE MARIE HELM
NOTARY PUBLIC, State of Florida

My commission expires:

FILED
1995 JUL 26 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA