

P95000057776

TRANSMITTAL LETTER

JULY 20, 1995

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED

95 JUL 24 PM 8:44

SUBJECT: AIRLIFT INTERNATIONAL, INC.
(proposed corporate name)

500001544435
-07/24/95--01094--011
*****70.00 *****70.00

Enclosed please find an original and ^{Two 2} ~~one~~ (X) copy of the articles of incorporation for the
above corporation and check in the amount of \$ 70.00.

EFFECTIVE DATE
7-24-95

FROM:

PAUL J. FINAZZO
Name
13020 S.W. 70TH AVE.
Address
MIAMI, FLORIDA 33156-6912
City, State, & Zip
(305) 232-2643
Telephone Number

PLEASE RETURN THE COPIES FILE STAMPED.
I DO NOT REQUIRE CERTIFIED COPIES,
THANK YOU,

Paul J. Finazzo

Note: Additional copy of articles is needed only when certified copy is requested.

*OK
7-26-95*

ARTICLES OF INCORPORATION OF

AIRLIFT INTERNATIONAL, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
7-24-95

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following articles of incorporation:

ARTICLE ONE

NAME

The name of the corporation is *AIRLIFT INTERNATIONAL, INC.*

ARTICLE TWO

CORPORATE DURATION

The duration of the corporation is perpetual. The date and time of the commencement of corporate existence is July 24, 1995 at 12:01 a.m. Eastern Daylight Time.

ARTICLE THREE

PURPOSE OR PURPOSES

The general purposes for which the corporation is organized are:

1. To engage in the business of the common carriage of passengers and cargo by air.

2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the

foregoing business.

3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE FOUR

CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is one thousand (1,000). Such shares shall be of a single class, and shall have One Dollar (\$1.00) par value per share.

ARTICLE FIVE

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 13020 S.W. 70th Avenue, Miami, Florida 33156, and the name of its initial registered agent at such address, is Paul J. Finazzo.

ARTICLE SIX

DIRECTORS

The number of directors constituting the initial board of directors of the corporation is one (1). The name and address of each person who is to serve as a member of the initial board of directors is:

<u>Name</u>	<u>Address</u>
Paul J. Finazzo	13020 S.W. 70th Avenue Miami, FL 33156

ARTICLE SEVEN

INCORPORATORS

The name and address of each incorporator is:

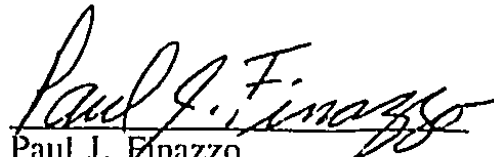
Name

Address

Paul J. Finazzo

13020 S.W. 70th Avenue
Miami, Florida 33156


Executed by the undersigned at Miami, Florida on July 20th, 1995.

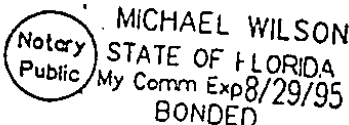

Paul J. Finazzo
Incorporator

ACKNOWLEDGEMENT

State of Florida)
County of Dade)

The foregoing instrument was acknowledged before me a Notary Public in and for the State of Florida this 20th day of July, 1995 by Paul J. Finazzo, who has produced his Florida Driver License # FS20-690-29-326.0 as identification and who did not take an oath.


Notary Public 7/20/95



To: The Department of State
Tallahassee, Florida 32304

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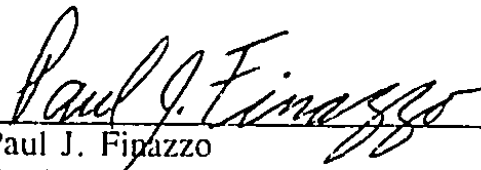
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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 607.325 of the Florida General Corporation Act,
the following is submitted:

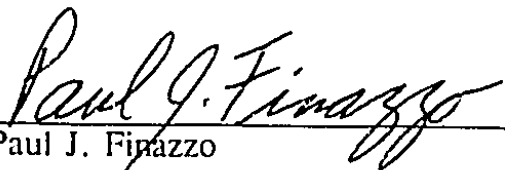
AIRLIFT INTERNATIONAL, INC., with its place of business at 13020
S.W. 70th Avenue, Miami, Florida 33156, has named Paul J. Finazzo, located
at 13020 S.W. 70th Avenue, Miami, Florida 33156, as its agent to accept service
of process within Florida.

Dated: July 20, 1995.


Paul J. Finazzo
Chairman, President & CEO

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, and I accept the duties and
obligations of Section 607.325 of the Florida General Corporation Act.

Dated: July 20, 1995.


Paul J. Finazzo
Registered Agent