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JUL 28 1995 P.124

7/28/95 FLORIDA DIVISION OF CORPORATIONS PUBLIC ACCESS SYSTEM 9:20 AM

TO: DIVISION OF CORPORATIONS FROM: 1ST ACCOUNTING GROUP, INC.
DEPARTMENT OF STATE 7270 NW 12 ST
STATE OF FLORIDA # 340
400 EAST BATHES STREET MIAMI FL 33126-1929 -0000000
TALLAHASSEE, FL 32399 CONTACT: MANUEL R DEL VALLE
FAX: (904) 922-4000 PHONE: (305) 477-2234
FAX: (305) 477-4177
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: AIR NET CORP.
FAX AUDIT NUMBER: H95000000320 CURRENT STATUS: REQUESTED
DATE REQUESTED: 07/28/1995 TIME REQUESTED: 09:20:33
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 20, 1995

1ST ACCOUNTING GROUP, INC.

MIAMI, FL

SUBJECT: AIR NET CORP.
REF: W95000015243

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

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

THE FIRST PAGE WAS MISSING WHEN YOUR DOCUMENT WAS FAXED. ALSO WE NEED A DARKER COVER SHEET.

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) 487-6931.

Steven Godfrey
Corporate Specialist

FAX Aud. #: H95000008320
Letter Number: 495A00035923

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

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ARTICLES OF INCORPORATION
OF
AIR NET CORP.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I - Name

The name of this corporation is Air Net Corp.

ARTICLE II - Nature of Business

This corporation may engage in any activity of business permitted under the laws of the United States of America and of this State.

ARTICLE III - Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is seven thousand five hundred (7,500) shares of common stock, each share having a par value of one dollar (\$ 1.00).

Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV - Term of Existence

This corporation shall have perpetual existence.

ARTICLE V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 7370 N.W. 36th St., Suite 325-A, Miami, FL 33166 and the name of the initial registered agent of this corporation at that address is Rafael Della Sera.

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DOCUMENT PREPARED BY:
1ST ACCOUNTING GROUP, INC
7270 NW 12TH ST SUITE 340
MIAMI, FL 33126-1929
(305) 477-2234

ARTICLE VI - Initial Board of Directors

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

Rafael Della Sera
1411 S.W. 124th Ct., Apt. D
Miami, FL 33184

Enrique Pretelt
7370 N.W. 36th St., Apt. 325-A
Miami, FL 33166

All of the said directors are of full age.

ARTICLE VII - Initial Officers

The names and addresses of the officers are as follows:

PRESIDENT: Rafael Della Sera
1411 S.W. 124th Ct., Apt. D
Miami, FL 33184

TREASURER: Enrique Pretelt
7370 N.W. 36th St., Apt. 325-A
Miami, FL 33166

SECRETARY: Enrique Pretelt
7370 N.W. 36th St., Apt. 325-A
Miami, FL 33166

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ARTICLE VIII - Incorporator

The name and address of the person signing these articles is:

Rafael Della Sera
 1411 S.W. 124th Ct., Apt. D
 Miami, FL 33184

ARTICLE IX - Distribution

The name and address of each stock subscriber, and the number of shares of stock which each agrees to take, and the sums subscribed to and paid are as follows:

| <u>NAME</u> | <u>ADDRESS</u> | <u>SHARE</u> |
|-------------------|---|------------------------|
| Rafael Della Sera | 1411 S.W. 124th Ct. Apt. D Miami, FL 33184 | 500 Shares \$500.00 |
| Enrique Pretelt | 7370 N.W. 36th St. Apt. 325-A Miami, FL 33166 | 500 Shares \$500.00 |

ARTICLE X - Effective Date

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

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ARTICLE XI - Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XII - Principal Place of Business

The principal place of business or mailing address of this corporation is

7370 N.W. 36th St., Suite 325-A
Miami, FL 33166

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ARTICLE XIII - Register Agent Acceptance

Having been named as a registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Article of Incorporation this 28th day of July, 1995.

Daniel Della Sera
INCORPORATOR

Daniel Della Sera.
REGISTERED AGENT

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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