

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 632
Tallahassee, FL 32314

P96000029024

SUBJECT: PHOENIX AIRWAYS, INC.
(Proposed corporate name - must include suffix)

700001761577
-03/28/96--01091--006
***131.25 ***131.25

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy
Additional Copy Required

\$131.25
Filing Fee,
Certified Copy
& Certificate

RECEIVED
19 MAR 26 PM 12:53
TALLAHASSEE, FLORIDA

FROM: FRANCIS X. MORA
Name (printed or typed)

1118 SW 148 PLACE
Address

MIAMI FL 33196
City, State & Zip

305-387-7058
Daytime Telephone number

APR 3 1996 BSB

NOTE: Please provide the original and one copy of the articles.

FILED

ARTICLES OF INCORPORATION 96 MAR 26 PM 12:53

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I NAME

The name of the corporation shall be:

PHOENIX AIRWAYS INC

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1118 SW 148 PLACE
MIAMI FL 33196

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

TEN THOUSAND

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

FRANCIS X MORA
1118 SW 148 PLACE
MIAMI FL 33196

ARTICLE V INCORPORATOR(S)

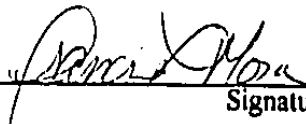
See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

PRESIDENT FRANCIS X. MORA
SECRETARY FRANCIS X. MORA
11118 SW 148 PLACE
MIAMI FL 33196

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

27 day of MARCH, 1996.



Signature

Signature

Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: PHOENIX ALWAYS, INC

2. The name and address of the registered agent and office is:

FRANCIS X. MORA
(NAME)

11118 SW 148 PLACE
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

MIAMI FL 33196
(CITY/STATE/ZIP)

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9 MAR 26 PM 12:53
TALLAHASSEE, FLORIDA

Having been named as 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.


(SIGNATURE)

3-27-96
(DATE)