FLAGILER B W OOS STINE ABT GAINES STREET MIAMI PL 33135-TALLAHABBEE, FL 32389 -0000 CONTACT: RAY STORMONT FAX: (904) 822-4000 (305) 541-3694 (305) 541-3770 PHONE: DOCUMENT TYPE: (((H96000004823))) FLORIDA PROFIT CORPORATION OR P.A. NAME: AIRSTAR INTERNATIONAL AIRLINES, INC. IMBER: 190000004023 CURRENT STATUS: REQUESTED FAX AUDIT NUMBER: 1190000004023 DATE REQUESTED: U4/04/1996 TIME REQUESTED: 09:58:46
CERTIFICATE OF STATUS: 0 CERTIFIED COPIES 1 NUMBER OF PAGES 4 METHOD OF DELIVERY: FAX ESTIMATED CHARGE: \$182.50 ACCOUNT NUMBER: 072450003258 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. Romember to type the Fax Audit (((H98000004823))) ** ENTER 'M' FOR MENU, ** ENTER SELECTION AND (OR): Holp F1 Option Manu F2 NUM Connect: 00:03:21

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ARTICLES OF INCORPORATION OF AIRSTAR INTERNATIONAL AIRLINES. IF

P.40

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1:

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 1 NAME

The name of the corporation shall be:

AIRSTAR INTERNATIONAL AIRLINES, INC.

ARTICLE II PRINCIPLE OFFICE

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

P.O. Box 519093 Miami, Florida 33025

ARTICLE III CARITAL STOCK

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

1,000,000 Shares/\$1.00 par value

Preparedby: Tuelle H. Leon 815 NW57 AUE #342 MIAMI, FI 33126 305.261-4191 FBN.981834

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ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Andrew L. Cohen, Eq. 815 n.w. 57 Avenue Suite 342 Miami, Florida 33126

ARTICLE V INCORPORATORS

The names and street addresses of the incorporators to these Articles of Incorporation are:

John Poindexter 12029 S.W. 15 Street Pemeroke Pines, Florida 33025

The undersigned has executed these Articles of Incorporation this 39 day of April, 1996.

JOHN POMDEXTER, INCORPORATOR

CERTIFICATION OF DESIGNATION 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:

Augusta International Airlines, Inc.

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

> ANDREW L. COHEN, Esq. 815 N.W. 57 AVENUE SUITE 342

MIAMI, FLORIDA 33126

John Poinsexter, Incorporator

3 April, 1995

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.

Amil 3 1716



July 31, 1996

STATE OF FLORIDA DIVISION OF CORPORATIONS P.O. Box 6327 Tallahassee, Florida 32314

CHANGE OF ADDRESS NOTICE RE:

FOR: AIRSTAR INTERNATIONAL AIRLINES, INC.

P96000029685 No:

Dear Sir/Madam.

This letter shall provide written notice to THE STATE OF FLORIDA - DIVISION OF CORPORATIONS of the address change of the above-named Florida Corporation.

The new address of AIRSTAR INTERNATIONAL AIRLINES, INC. and its authorized registered agent, John H. Poindexter are as follows:

AIRSTAR INTERNATIONAL AIRLINES, INC. 750 S.W. 34th Street Suite 102 Fort Lauderdale, Florida 33315

Phone: (954) 359-5210

If there is any form to fill-out and return, please send to the above listed address.

Sincerely,

John Phindexter

President & Secretary

Sandra B. Mortham Secretary of State

June 20, 1997

AIRSTAR INTERNATIONAL AIRLINES, INC. 750 S.W. 34TH STREET SUITE 102 FORT LAUDERDALE, FL 33315

SUBJECT: AIRSTAR INTERNATIONAL AIRLINES, INC.

Ref. Number: P96000029685

Debit Memo #: 74079-I

This is to inform you that check #2782 in the amount of \$178.75 submitted with the annual report for AIRSTAR INTERNATIONAL AIRLINES, INC. has been returned by your bank because of ACCOUNT CLOSED.

We request you remit a cashler's check or money order, referencing the above named debit memo number, in the amount of \$193.75 made payable to the Department of State to cover the unpaid fees and service charge.

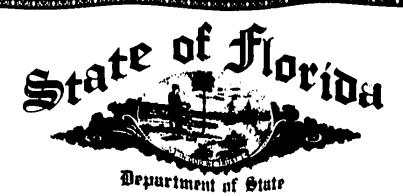
Section 607.1421 or 617.1421, Florida Statutes, requires at least 60 day notice of our intent to administratively dissolve or revoke your corporation for failure to file the annual report and pay the filing fee. Consider this your 60 day notice if the payment is not received, your corporation will be administratively dissolved or revoked on or after August 20, 1997 and a reinstatement fee of an additional \$585 will be imposed to reactivate the corporation.

Please send the replacement check to my attention at the address listed below.

If you have any questions concerning the filing of your document, please call (904) 487-6057.

Pat Bailey Accountant I

Letter Number: 397A00033100



CERTIFICATE OF ADMINISTRATIVE DISSOLUTION

The provisions of section 607.1421 or 617.1421, Florida Statutes, which requires 60 days notice of a proposed dissolution, have been met for AIRSTAR INTERNATIONAL AIRLINES, INC., a corporation organized under the laws of the State of Florida. This corporation is hereby administratively dissolved as of September 10, 1997 for failure to file the required annual report(s), as required by law.

The document number of this corporation is P96000029685.

960039685

Given under my hand and the Great Seal of the State of Florida at Tallahassee, the Capitol, this the Tenth day of September, 1997



CR2EO22 (2-95)

Sende B. Morthan

Sandra A. Mortham Secretary of State