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FLORIDA DIVISION OF CORPORATIONS

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TALLAHASSEE, FL 32399
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NEW YORK NY 10013-
CONTACT: CATHY LEACH
PHONE: (212) 431-5000
FAX: (212) 431-1441

((H96000008269)) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION
OR P.A.

NAME: VERO AIR SERVICES, INC.
FAX AUDIT NUMBER: H96000008269 CURRENT STATUS: REQUESTED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

VERO AIR SERVICES, INC.

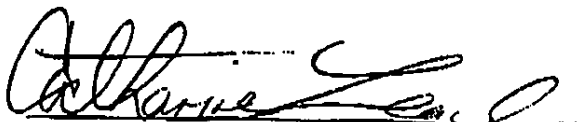
THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607 of the revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is **VERO AIR SERVICES, INC.**
2. The duration of the corporation shall be perpetual.
3. The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is 1,000 shares, all without par value and of one class.
5. The principal address and mailing address of the corporation will be 1460 FERN COURT #304, VERO BEACH, FL 32963 and the name of its initial registered agent at such address is **PHILIP VITELLO**.
6. The number of directors constituting the initial board of directors is **ONE** and the name and address of each person who is to serve as a member thereof is as follows:

PHILIP VITELLO, 1460 FERN COURT #304, VERO BEACH, FL 32963
7. The name and address of the sole incorporator is: **CATHARINE LEACH, c/o BLUMBERGEXCELSIOR CORPORATE SERVICES, INC. 62 WHITE STREET, 2ND FLOOR, NEW YORK, NY 10013.**

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: 06/12/96


CATHARINE LEACH
Sole Incorporator

H96000008269

BlumbergExcelsior
62 White Street
New York, NY 10013
212-431-5000

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TO: FLORIDA SOS

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF APPOINTMENT

AS

REGISTERED AGENT

I, the undersigned, do hereby accept appointment as Registered Agent of VERO AIR
SERVICES, INC., the within named corporation.

Dated: 6/12/96

x 

PHILIP VITOELLO

H96000008269

Blumberg Excelsior
62 White Street
New York, NY 10013
212-431-5000