

P97000007747

TRANSMITTAL LETTER

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

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-01/22/97--01068--015
*700078.75 *****78.75

SUBJECT: WORLDWIDE AIR SERVICES, INC.
(Proposed corporate name - must include suffix)

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

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM: RODRIGO DE LA MORA
Name (printed or typed)

2601 S. BAYSHORE DR. PH 11
Address

COCONUT GROVE FL. 33133
City, State & Zip

Rodrigo De La Mora (63065) 856-6671
Daytime Telephone number

AUTHORIZATION BY PHONE TO

CORRECT 1/14 Acceptance

DATE 1/27/97

DOC EXAM De La Mora

FILED
97 JAN 21 AM 3:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

• ARTICLES OF INCORPORATION •

OF

WORLDWIDE AIR SERVICES, INC.

FILED
97 JUN 21 AM 3:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, hereby adopts the following Articles of Incorporation:

Article I

Name

The name of the corporation is **WORLDWIDE AIR SERVICES, INC.**

Article II

Duration

This corporation shall exist perpetually. The existence of the corporation shall commence on the date of execution of these articles, if filed with the Florida Secretary of State within 5 days thereafter.

Article III

Nature of Business

This corporation is organized for the purpose of transacting any or all lawful business, including but not limited to providing aircraft and helicopter management and agency.

Article IV

Principal Business and Mailing Address

The initial principal business and mailing address of the corporation is Terremark Centre Suite PH 1-A, 2601 South Bayshore Drive, Coconut Grove, Florida 33133.

Article V

Capital Stock

(a) Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is Ten Thousand (10,000) shares of common stock each having \$1.00 par value.

(b) Preemptive Rights. Shareholders shall have no preemptive rights.

(c) Cumulative Voting. Cumulative voting shall not be permitted.

Article VI

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is Terremark Centre Suite PH 1-A, 2601 South Bayshore Drive, Coconut Grove, Florida 33133, and the name of the initial registered agent of this corporation at that address is Mr. Rodrigo C. De La Mora.

Article VII

Directors

a) Number. This corporation shall have four (4) directors initially. The number of directors may be increased or diminished from time to time by amendment to, or in the manner provided in, the bylaws, but shall never be less than one.

b) Initial Directors. The names and street addresses of the members of the first board of directors of the corporation are:

<u>Names</u>	<u>Street Addresses</u>
Marion Limon	2601 S. Bayshore Dr., Coconut Grove, FL. 33133
Juan Limon	2601 S. Bayshore Dr., Coconut Grove, FL. 33133
Abraham Limon	2601 S. Bayshore Dr., Coconut Grove, FL. 33133
Nelly Ordaz	2601 S. Bayshore Dr., Coconut Grove, FL. 33133

c) Compensation. The board of directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

Article VIII

Indemnification

The Corporation shall indemnify to the full extent permitted under and in accordance with the laws of the State of Florida any person made or threatened to be made a party to an action, suit or proceeding, whether criminal, civil, administrative or investigative, by reason of the fact that he, his heirs, executors and assigns is or was a director, officer, employee or agent of the Corporation or is or was serving, at the request of the Corporation, as director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

Article IX

Bylaws

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders

specifically provide that such bylaw is not subject to amendment or repeal by the directors.

Article X

Incorporator

The name and street address of the incorporator of this corporation is:

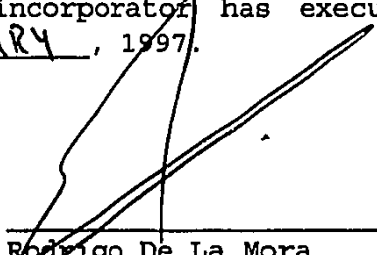
Rodrigo C. De La Mora
Terremark Centre Suite PH 1-A,
2601 South Bayshore Drive,
Coconut Grove, Florida 33133.

Article XI

Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles this 9th day of JANUARY, 1997.



Rodrigo De La Mora
Incorporator / Accepting as Registered
Agent

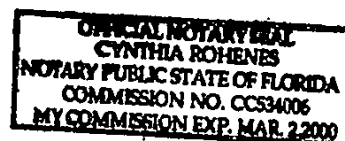
STATE OF FLORIDA)
) ss.:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me on
9th of January 1997 by Rodrigo De La Mora, known personally by
me.

Cynthia Rohenes
Notary Public,

State of Florida at Large
Name: CYNTHIA ROHENES

My Commission Expires:



FILED
97 JAN 21 AM 3:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA