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AMERICAN AERO-MED INC
Healthcare Transportation

March 19, 1997

FILED
97 MAR 20 AM 8:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

RE: AERO AMBULANCE INTERNATIONAL OF PUERTO RICO, INC.

To Whom It May Concern:

Enclosed is an original and two (2) copies of the articles of incorporation for the above and our check for \$131.25 to cover filing fee, certified copy and certificate.

Should you have any questions, please contact:


Estela Mohr, my assistant, at

800-443-8042

Sincerely yours,

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AMERICAN AERO-MED, INC.


Richard Gross
President and CEO

/emm

Enclosures

Corporate Headquarters
Fort Lauderdale Executive Airport
1575 West Commercial Boulevard, #36B
Fort Lauderdale, Florida 33309
954-776-6800 • FAX 954-776-6899

Caribbean Region
Isla Grande Airport
1959 Loiza Street, Suite 713
Sanjurjo, Puerto Rico 00911
809-721-6999 • FAX 809-723-0591

-nc 3/26/97

ARTICLES OF INCORPORATION
OF
AERO AMBULANCE INTERNATIONAL OF PUERTO RICO, INC.

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

ARTICLE I - NAME

The name of the corporation shall be: AERO AMBULANCE INTERNATIONAL OF PUERTO RICO, INC.

ARTICLE II - PRINCIPAL OFFICE

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

Fort Lauderdale Executive Airport
1575 West Commercial Boulevard, #36-B
Fort Lauderdale, FL 33309

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares without par value.

**ARTICLE IV - INITIAL REGISTERED AGENT
AND STREET ADDRESS**

The name and address of the initial registered agent is:

RICHARD GROSS
Fort Lauderdale Executive Airport
1575 West Commercial Boulevard, #36-B
Fort Lauderdale, FL 33309

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ARTICLE V - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

RICHARD GROSS
Fort Lauderdale Executive Airport
1575 West Commercial Boulevard, #36-B
Fort Lauderdale, FL 33309

ARTICLE VI - INITIAL DIRECTOR

The name and address of the initial director is:

Richard Gross, President 1575 West Commercial Blvd., #36-B
Fort Lauderdale, FL 33309

ARTICLE VII - PURPOSE

The purpose for which this corporation is organized is to engage in any activity within the purposes for which corporations may be organized under the laws of the State of Florida.

The undersigned incorporator has executed these Articles of Incorporation this 19 day of ~~February~~ MARCH, 1997.

AERO AMBULANCE INTERNATIONAL OF PUERTO RICO, INC.


RICHARD GROSS
Incorporator

**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:

AERO AMBULANCE INTERNATIONAL OF PUERTO
RICO, INC.

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

RICHARD GROSS
Fort Lauderdale Executive Airport
1575 West Commercial Boulevard, #36-B
Fort Lauderdale, FL 33309

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.


RICHARD GROSS

Date: 3-19-97

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