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TRANSMITTAL LETTER

May 8, 1997

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

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*****70.00 *****70.00

Subject: Airland Cargo Services, Inc. N

Enclosed is an original and one (1) copy of the Articles of Incorporation and our check for \$ 70.00.

Thank You.

From: Lorenzo Cueto
3321 S.W. 88th Place
Miami, Florida 33165
(305) 551-3368

FILED
97 MAY 14 AM 10:31
TALLAHASSEE, FLORIDA

MAY 16 1997

FILED
97 MAY 14 AM 10:31
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

AIRLAND CARGO SERVICES, INC.

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. Airland Cargo Services, Inc.

ARTICLE II NATURE OF BUSINESS

The general nature of the business and the objectives and the purpose to be transacted and carried on are:

- 1.- For any lawful purpose for which a corporation may operate under the laws of the
- 2.- For any lawful business that a corporation may operate under the laws of the State of Florida.
- 3.- And, in general to carry on any other business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties.

ARTICLE III DURATION

This Corporation shall have a perpetual existence commencing on the Date of Filing.

ARTICLE IV CAPITAL STOCKS

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is five hundred (500) shares at one dollar (\$ 1.00) par value, which shall be designated "Common Shares".

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The name of the initial registered agent is Lorenzo Cueto, the address of the initial registered office is 3321 S.W. 88th Place, Miami, Florida, 33165.

ARTICLE VI INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) director(s) initially. The number of Directors may be increased or decreased from time to time by the By- Laws, but shall never be less than one (1). The name(s) and street address(es) of the initial Director(s) are :

<u>Names:</u>	<u>Addresses:</u>
Lorenzo Cueto	Pres. 3321 S.W. 88th Place Miami, Florida 33165

ARTICLE VII LAWS

The By- Laws of this Corporation may be adopted, altered, amended, or repealed by either the stockholder(s) or Director(s).

ARTICLE VIII INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX PREEMPTIVE RIGHTS

Every Stockholder, upon of the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her probata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X INCORPORATOR(S)

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

<u>Names:</u>	<u>Addresses:</u>
Lorenzo Cueto	3321 S.W. 88th Place
Social Security # 262-78-6665	Miami, Florida 33165

ARTICLE XI OFFICES

The principal office of the Corporation and mailing address shall be established and maintained at 3321 S.W. 88th Place, Miami, 33165 County of Dade, State of Florida. The Corporation may also have at such places within or without the State of Florida as the Board may from time to time establish.

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 10th day of May, 1997.


Lorenzo Cueto

(STATE OF FLORIDA)

(COUNTY OF DADE) ss.

Before me, A Notary Public authorized in the State and County set forth above, personally appeared Lorenzo Cueto, known to me and known by me to be the person(s), who, as Incorporator(s), executed the foregoing Articles of Incorporation of Airland Cargo Services, Inc. and acknowledge before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 10th day of May, 1997.

NOTARY PUBLIC



Everly Valladares
EVERLY VALLADARES
My Commission CC425486
Expires Dec. 08, 1998
Bonded by HAI
800-422-1855

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

Pursuant to the provisions of section 607.0501 or 617.0501, 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.

First, that Airland Cargo Services, Inc., a Corporation, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the City of Miami, County of Dade, State of Florida, has named Lorenzo Cueto and the street address of the initial registered office of this Corporation is 3321 S.W. 88th Place, Miami, 33165 as its agent to accept service of process within this state.

Second, Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, and the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of said act relative to keeping open said office and all of statutes relative to the proper and complete discharge of his duties, i.e., Section 607.325 F.S.

Dated this 10th day of May 1997.


Lorenzo Cueto

SWORN TO AND SUBSCRIBED before me this 10th day of May 1997.


Notary Public, State of Florida

My Commission Expires:



EVERLY VALLADARES
My Commission CC425486
Expires Dec. 08, 1998
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