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FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: INNOVAIR AVIATION, INC.

AUDIT NUMBER.....H98000004318

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 4, 1998

EMPIRE

SUBJECT: INNOVAIR AVIATION, INC.
REF: W98000004845

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You must list at least one incorporator with a complete business street address.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6067.

Naysa Culligan
Document Specialist

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ARTICLES OF INCORPORATION

OF

Innovair Aviation, Inc.

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ARTICLE I
NAME

The name of this corporation is: **Innovair Aviation, Inc.**

ARTICLE II
PRINCIPAL PLACE OF BUSINESS

The principal place of business for this corporation is: **1500 San Remo Ave., Suite 177, Coral Gables, Florida 33146.**

ARTICLE III
DURATION

This corporation shall have perpetual existence, commencing on the date of the filing of these Articles of Incorporation with the Florida Department of State, Division of Corporations, Tallahassee, Florida.

ARTICLE IV
PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V
CAPITAL STOCK

This corporation is authorized to issue One Hundred 100 shares of \$1.00 par value common stock.

Prepared by: **Pablo R. Bared, Esq., Bared and Assoc., PA**
1500 San Remo, #177, Coral Gables, FL. 33146

(305) 666.6010

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ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1500 San Remo Ave. #177 Coral Gables, Fl. 33146, and the name of the registered agent of this corporation is Pablo R. Bared, Esq.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This corporation shall have 1 director initially. The number of directors may be either increased or diminished from time to time by the Bylaws of this corporation but shall never be less than one. The name and address of the initial director(s) of this corporation is/are:

Director...Julieta Q. Bared

ARTICLE VIII
INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:
Julieta Q. Bared.

1500 San Remo, #177, Coral Gables, FL. 33146

ARTICLE IX
BYLAWS

The powers to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors.

ARTICLE X
INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by the laws of the State of Florida.

Prepared by: Pablo R. Bared, Esq., Bar #739405 Bared and Assoc. PA
1500 San Remo Ave., #177, Coral Gables Fl. 33146

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**ARTICLE XI
AMENDMENT**

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 3 day of March, 1998.


Julieta Q. Bared, Incorporator

SWORN TO AND SUBSCRIBED before me, a Notary Public, in and for the State of Florida at Large, on this 3 day of March, 1998.


NOTARY PUBLIC

My commission expires:

Prepared by:
Pablo R. Bared, Esq. Bar #739405
Bared and Assoc., PA
1500 San Remo Avenue
Suite 177
Coral Gables, Fl. 33146.



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ACCEPTANCE OF REGISTERED AGENT
FOR
Innovair Aviation, Inc.

Having been named to accept service of process for Innovair Aviation, Inc., Pursuant to Article VI of the Articles of Incorporation, Innovair Aviation, Inc., I agree to act in this capacity and to comply with the provisions of Section 48.091, Fla. Stat. relative to keeping open such office until such time as I shall notify the corporation of my resignation.

DATED in Coral Gables, Dade County, Florida on March 3, 1998.



PABLO R. BARED

Prepared by:
Pablo R. Bared, Esq. Bar #739405
Bared and Assoc., PA
1500 San Remo Ave.
Suite 177
Coral Gables, FL 33146

PRB/articles/Innovair

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