ZARUS CORPORATE FILING SERVICE, INC. (Requestor's Name) 3320 S.W. 87th AVENUE (Address) MIAMI, FLORIDA (305)552-5973 (City, State, Zip) LOCAL REPRESENTATIVE TALLAHASSEE OFFICE USE ONLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #1 | | Pick up time _ Certified Copy Walk in Will wait Certificate of Status Mail out Photocopy AMENDM**ENTS** NEW FILINGS Amendment Profit Resignation of R.A., Officer/Director, NonErofit Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal Merger Other 5 3 -OTHER FILNGS REGISTRATION/ 600002654146--0 -10/02/98--01035--017 QUALIFICATION Annual Report ****157.50 *****78.75 Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark **Q**ther Examiner's Initials

ARTICLES OF INCORPORATION

The name of this corporation is:

ELYSIUM CHARTER SERVICE INC.

The Street address of the initial principa SECOND:

of this corporation is:

3900 N.W. 79 Avenue, Suite 324

Miami, Florida 33166

The period of its duration shall be perpetual THIRD:

existence.

FIRST:

The purpose is to engage in any activity or business FOURTH:

permitted under the laws of the United States of America and the

State of Florida.

The corporation shall have authority to issue 1000 FIFTH:

shares of common stock, with \$1.00 par value.

The name and address of the initial registered agent

of this corporation is:

E.A. Maldonado Nancy Andres

1089 SW 131 Place Court 1089 SW 131 Place Court

Miami, Florida 33184 Miami, Florida 33184

The number of director(s) constituting its intitial SEVENTH:

Board of Directors is/are (2), whose name and address is/are:

Nancy Andres E.A. Maldonado

1089 SW 131 Place Court 1089 SW 131 Place Court

Miami, Florida 33184 Miami, Florida 33184

The name and address of the incorporator are: EIGHT:

E.A. Maldonado

Nancy Andres 1089 SW 131 Place Court 1089 SW 131 Place Court

Miami, Florida 33184 Miami, Florida 33184

NINTH: Members of the Board of Directors may participate in any meetings of said Board by means of conference telephone as provided by law, and/or may take action by written consent as provided by law.

TENTH: The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ELEVENTH: The shares of the corporation may be issued pursuant to the provisions of Section 1244 of the Internal Revenue Code in order that the shareholders of the corporation may receive the benefits thereunder.

TWELFTH: The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

THIRTEENTH: The approval of the shareholders of this corporation to any plan or merger shall be required in every case, whether or not such approval is required by law.

FOURTEENTH: the shareholders of this corporation shall have the right to dissent from any corporate actions from which shareholders are entitled to dissent under the Florida General Corporation Act.

FIFTEENTH: The shares will be held as follows:

500 of shares: E.A. Maldonado 1089 SW 131 Place Court, Miami, Florida 33184.

500 of shares: Nancy Andres, 1089 SW 131 Place
Miami, Florida 33184.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this <u>27</u> day of September, 1998.

Nancy Andres

E.A. MALDONADO

Acknowledgment of Registered Agent:

Having been named as Registered Agent to accept service of the process as above, I hereby accept to act in said capacity and agree to comply with the requirements of law in said regard, including keeping open said office.

Nancy Andres E. A. Maldonado

STATE OF FLORIDA)

COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared E.A. MALDONADO and NANCY ANDRES, who is to me personally known and known to me to be the person described in and who subscribed the above Articles of Incorporation and Acknowledgement of Registered Agent, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Miami, in said County and State this day of Alflewher 1958

NOTARY PUBLIC, STATE OF FLORIDA

MY COMMISSION EXPIRES



AURA SALGUERO My Commission CC571214 Expires Jul. 21, 2000