



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 091937 8306A

AUTHORIZATION :

COST LIMIT : \$ 78.75

*Patricia Pujalt*

ORDER DATE : January 7, 1999

ORDER TIME : 4:17 PM

ORDER NO. : 091937-005

000002734080--1

CUSTOMER NO: 8306A

CUSTOMER: Ross Manella, Esq  
MANELLA & KLAPHOLZ, LLP.  
MANELLA & KLAPHOLZ, LLP.  
Suite 212  
2500 Hollywood Boulevard  
Hollywood, FL 33020

DOMESTIC FILING

NAME: EVACAIR CONSULTANTS USA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
     CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
     PLAIN STAMPED COPY  
     CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

*g* 1/8/99

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JAN -7 PM 2:52

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JAN -7 PM 2:52

ARTICLES OF INCORPORATION  
OF  
EVACAIR CONSULTANTS USA, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

EVACAIR CONSULTANTS USA, INC.

The address of the principal office of this corporation shall be c/o Ross H. Manella P.A., 2500 Hollywood Boulevard, Suite #212, Hollywood, Florida 33020, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2500 Hollywood Boulevard, Suite #212, Hollywood, Florida 33020, and the name of the initial registered agent of the corporation at that address is Ross H. Manella, P.A.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Dr. Michael J. Churchill Smith  
Dir./Pres./Sec./Treas.

601 Victoria Avenue,  
Westmount, Quebec,  
Canada H3Y 2R8

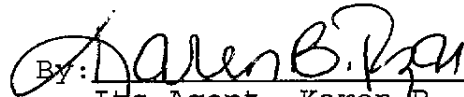
ARTICLE VII. INCORPORATOR

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

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on January 7, 1999.

CORPORATION SERVICE COMPANY

By: 

Its Agent, Karen B. Rozar


LRC/agl

**ACCEPTANCE OF REGISTERED AGENT**  
**DESIGNATED IN THE ARTICLES OF INCORPORATION**

ROSS MANELLA, ESQ., an individual residing in this State having a business office identical with the registered office of the corporation named below, and having been designated as Registered Agent in the above and foregoing Articles of Incorporation of:

\_\_\_\_\_  
EVACAIR CONSULTANTS USA, INC.

is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

  
\_\_\_\_\_  
ROSS MANELLA, ESQ.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JAN -7 PM 2:52