

OFFICE USE ONLY (Document #)

LAZARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

3320 S.W. 87th AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

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OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. CUBA AEREO, INC.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)



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Photocopy



Certificate of Status

| NEW FILINGS | |
|-------------------------------------|-------------------|
| <input checked="" type="checkbox"/> | Profit |
| <input type="checkbox"/> | NonProfit |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication |
| <input type="checkbox"/> | Other |

| AMENDMENTS | |
|--------------------------|---------------------------------------|
| <input type="checkbox"/> | Amendment |
| <input type="checkbox"/> | Resignation of R.A., Officer/Director |
| <input type="checkbox"/> | Change of Registered Agent |
| <input type="checkbox"/> | Dissolution/Withdrawal |
| <input type="checkbox"/> | Merger |

| OTHER FILINGS | |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report |
| <input type="checkbox"/> | Fictitious Name |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/ QUALIFICATION | |
|--------------------------------|---------------------|
| <input type="checkbox"/> | Foreign |
| <input type="checkbox"/> | Limited Partnership |
| <input type="checkbox"/> | Reinstatement |
| <input type="checkbox"/> | Trademark |
| <input type="checkbox"/> | Other |

FILED
99 MAR 11 PM 12:15
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RECEIVED
99 MAR 11 AM 11:05
DIVISION OF CORPORATION

Examiner's Initials

**ARTICLES OF INCORPORATION
OF
CUBA AEREO, INC.**

FILED
99 MAR 11 PM 12:15
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

ARTICLE I - NAME

The name of this corporation shall be: **CUBA AEREO, INC.**

ARTICLE II - DURATION

This Corporation shall have perpetual existence, commencing on the date of execution

and acknowledgement of these Articles.

ARTICLES III - PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time shall be 100 shares of common stock, par value One Dollar (\$1.00) per share.

ARTICLE V - PRE-EMPTIVE RIGHTS

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

**ARTICLE VI - REGISTERED AGENT AND
OFFICE INITIAL REGISTERED**

The registered agent and the street address of the initial registered Office as well as the mailing office of this Corporation shall be:

Diana Rodriguez
1440 S.W. 102nd Place
Miami, Florida 33174

MAILING
P.O. Box 52-3763
Miami, Florida 33152

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have two directors initially. The directors shall serve until their successors, if any, are selected at the Shareholders' annual meeting. The number of directors may be increased or decreased from time to time as provided in the by-laws but shall never be less than one. The name and address of the initial directors of this Corporation are:

DIANA RODRIGUEZ
1440 S.W. 102nd Place
Miami, Florida 33174

JORGE RODRIGUEZ
1921 S.W. 107th Avenue
Miami, Florida 33174

ARTICLE VIII - INITIAL OFFICERS

The name and addresses of the initial officers of this Corporation are:

President: DIANA RODRIGUEZ
Secretary 1440 S.W. 102nd Place
Miami, Florida 33174

Vice-President: JORGE RODRIGUEZ
Treasurer 1921 S.W. 107th Avenue
Miami, Florida 33174

ARTICLE IX - INCORPORATORS

The name and addresses of the persons signing these Articles of Incorporation are:

DIANA RODRIGUEZ
JORGE RODRIGUEZ

ARTICLE X - BY-LAWS

The power to adopt, later, amend or repeal by-laws shall be vested in the Officers of this Corporation.

ARTICLE XI - MANAGEMENT OF CORPORATION BY OFFICERS

All corporation powers shall be exercised by, or under the authority of, and the business affairs of this Corporation shall be managed under the direction of the officers of this Corporation.

ARTICLE XII - INDEMNIFICATION

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

ARTICLE XIII - AMENDMENT

Amendments to the Certificate of Incorporation may be proposed by any member of the corporation and shall be adopted upon a majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned subscribers have executed the foregoing Articles of Incorporation, this 10th day of March, 1999.


DIANA RODRIGUEZ


JORGE RODRIGUEZ

STATE OF FLORIDA)
)
COUNTY OF MIAMI-DADE)

SS:

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared DIANA RODRIGUEZ and JORGE RODRIGUEZ known to me to be the persons who executed the foregoing Articles of Incorporation, and acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS THEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, this _____ day of _____, 1999.

NOTARY PUBLIC
State of Florida at Large

My Commission Expires:

**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

W I T N E S S E T H

That Cuba Aereo, Inc., desiring to organize under the laws of the State of Florida, has named Diana Rodriguez, from the County of Miami-Dade, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.34, Florida Statutes.

Dated this 10th day of March, 1999.



DIANA RODRIGUEZ, Registered Agent

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99 MAR 11 PM 12:15
SECRETARY OF STATE
TALLAHASSEE FLORIDA