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To:

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Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number: 072450003255 Phone: (305)541-3694

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### FLORIDA PROFIT CORPORATION OR P.A.

NEW AFRICA AIRLINES, INC.

Certificate of Status	0
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Estimated Charge	\$78.75

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#### ARTICLES OF INCORPORATION

#### OF

#### NEW AFRICA AIRLINES, INC.

The undersigned incorporator, for purposes of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

FIRST:

The name of the Corporation is New Africa Airlines, Inc. (the "Corporation").

SECOND:

The street address of the initial principal office and mailing address of the

Corporation is 4128 North Miami Avenue, Miami, Florida 33127.

THIRD:

The Corporation is authorized to issue is Ten Thousand (10,000) shares of

common stock, par value \$.01 per share.

FOURTH:

The street address of the initial registered office of the Corporation is: 201 S.

Biscayne Boulevard, Suite 3000, Miami, Florida 33131 and the name of the

registered agent is: B & C Corporate Services, Inc.

FIFTH:

The name and address of the incorporator of the Corporation is: Emmanuel

Uche, 4128 North Miami Avenue, Miami, Florida 33127.

SIXTH:

The Corporation is organized for the purpose of transacting any and all lawful

activities or business for which corporations may be formed under Chapter 607

of the Florida Statutes.

SEVENTH:

The Corporation shall have one director initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The name and address of the initial director of the

Corporation is:

Emmanuel Uche

4128 North Miami Avenue

Miami, Florida 33127

EIGHTH:

The Corporation shall indemnify any director or officer to the fullest extent

permitted by Florida law.

THIS DOCUMENT PREPARED BY:

GARY CARMAN, P.A.

BROAD AND CASSEL

FL BAR NO. 179409

201 S. Biscayne Boulevard, Suite 3000

Miami, Florida 33131

(305) 373-9400

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IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 4th day of June, 1999.

Emmanuel Uche, Incorporator

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#### ACCEPTANCE OF APPOINTMENT

OF

#### REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

B & C CORPORATE SERVICES, INC.

By: Constant Salgado, Vice President

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