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DIVISION OF CORPORATION

FOREIGN PROFIT QUALIFICATION

National Air Cargo, Inc.

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

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1. National Air Cargo, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Ltd.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. New York 3. 72-1527000
(State or country under the law of which it is incorporated) (FBI number, if applicable)

4. 5/10/02 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. upon qualification
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1503, F.S., to determine penalty liability)

7. 350 Windward Drive, Orchard Park, NY 14127
(Principal office address)

350 Windward Drive, Orchard Park, NY 14127
(Current mailing address)

8. Any lawful act or activity for which corporations may be organized under the New York Business Corporation Law
(Purpose(s) of corporation authorized in some state or country to be carried out in state of Florida)

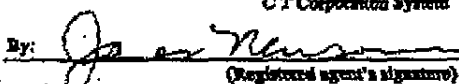
9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324
(City) (Zip code)

10. Registered agent's acceptance:
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

By:  **JAMES M. NEWSOME**
(Registered agent's signature) Special Assistant Secretary

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

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A. DIRECTORS

Chairman: _____
Address: _____

Vice Chairman: _____
Address: _____

Director: Christopher J. Alf
Address: 350 Windward Drive
Orchard Park, NY 14127

Director: _____
Address: _____

B. OFFICERS

President: Christopher J. Alf
Address: 350 Windward Drive
Orchard Park, NY 14127

Vice President: _____
Address: _____

Secretary: Christopher J. Alf
Address: 350 Windward Drive
Orchard Park, NY 14127

Treasurer: Christopher J. Alf
Address: 350 Windward Drive
Orchard Park, NY 14127

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____
(Signature of Director or Officer listed in number 12 of the application)

14. Christopher J. Alf
(Typed or printed name and capacity of person signing application)

**State of New York
Department of State } SS:**

I hereby certify, that the Certificate of Incorporation of NATIONAL AIR CARGO, INC. was filed on 05/10/2002, under the name of NATIONAL AIR CARGO HOLDINGS, INC., with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is an existing corporation.

A Certificate of Amendment NATIONAL AIR CARGO HOLDINGS, INC., changing its name to NATIONAL AIR CARGO, INC., was filed 12/31/2004.

*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 20th day of October
two thousand and five.*



Daniel Shapiro
Special Deputy Secretary of State



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