

E9500005665



ACCOUNT NO. : 072100000032

REFERENCE : 727026 4321720

AUTHORIZATION :

COST LIMIT : \$PRE-PAID

ORDER DATE : November 6, 1995

ORDER TIME : 3:05 PM

ORDER NO. : 727026

CUSTOMER NO: 4321720

CUSTOMER: Ms. Debbie Neel
SOUTHWEST AIRLINES CO.,
INCORPORATED
P. O. Box 36611

Dallas, TX 75235-1611

600001630816
-11/07/95--01046--014
*****70.00 *****70.00

W95-22110

DOMESTIC FILING

NAME: SOUTHWEST AIRLINES CO.

- ☒ ARTICLES OF INCORPORATION
- ☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- ☐ CERTIFIED COPY
- ☒ PLAIN STAMPED COPY
- ☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Clint D. Fuhrman

EXAMINER'S INITIALS: _____

11/20

RECEIVED
95 NOV -7 13 11:16
DIVISION OF CORPORATION
55 NOV -7 PM 1:44
SECRETARY OF STATE



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 7, 1995

CSC NETWORKS

*please give the 7th's
file date*

SUBJECT: SOUTHWEST AIRLINES CO.
Ref. Number: W95000022110

We have received your document for SOUTHWEST AIRLINES CO. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

The certificate that we require for our filing purposes is issued by the Secretary of State's office of Texas, not the Texas Comptroller.

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 595A00049673

RECEIVED
95 NOV 20 PM 1:32
DIVISION OF CORPORATIONS

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACTION BUSINESS IN FLORIDA

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

1. Southwest Airlines Co.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Texas
(State or country under the law of which it is incorporated)
3. 74-1563240
(FEI number, if applicable)
4. March 9, 1967
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. January 1, 1996
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. P. O. Box 36611
2702 Love Field Dr.
Dallas, TX 75235-1611
(Current mailing address)
8. Commercial passenger and cargo airline service
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: Prentice Hall Corporation System, Inc.

Office Address: 1201 Hays St.

Tallahassee, Florida, 32301-2607
(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: Marcia A. Hawner, Asst. Secy.
(Registered agent's signature)

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 addresses of officers and/or directors:

A. DIRECTORS - See attached list.

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS - See attached list.

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

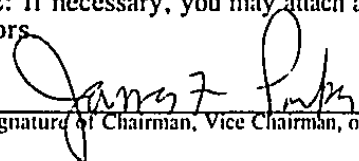
Address: _____

Treasurer: _____

Address: _____

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

13.


(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application.)

14.

James F. Parker, Vice President - General Counsel

(Typed or printed name and capacity of person signing application)

BOARD OF DIRECTORS

Herbert D. Kollohar
Chairman of the Board, President
and Chief Executive Officer
2702 Love Field Dr.
P. O. Box 36611
Dallas, TX 75235-1611

Samuel E. Barshop
P. O. Box 790064
San Antonio, TX 78279-0064

Geno H. Bishop
200 Crescent Court, Suite 1650
Dallas, TX 75201

Bill Hobby
3050 Post Oak Blvd., Suite 1330
Houston, TX 77056

Travis C. Johnson
1600 Texas Commerce Bank Building
El Paso, TX 79901

Rollin W. King
1999 Bryan Street, Suite 3330
Dallas, TX 75201

Walter M. Mischer, Sr.
2727 N. Loop W., Suite 200
Houston, TX 77008

June M. Morris
260 E. Morris Avenue
Salt Lake City, UT 84114-3375

Webb Crockett
Two N. Central Ave., Suite 2200
Phoenix, AZ 85004

OFFICERS

**Address: 2702 Love Field Dr.
P. O. Box 36611
Dallas, TX 75235-1611
(214) 904-4000**

**Herbert D. Kellohor
Chairman of the Board, President,
and Chief Executive Officer**

**Colleen C. Barrett
Executive Vice President - Customers
and Corporate Secretary**

**Gary A. Barron
Executive Vice President, Chief
Operations Officer**

**John G. Denison
Executive Vice President - Corporate Services**

**Camille T. Keith
Vice President - Special Marketing**

**Gary C. Kelly
Vice President - Finance,
and Chief Financial Officer**

**William Q. Miller
Vice President - Inflight Service**

**James F. Parker
Vice President - General Counsel**

Libby Sartain
Vice President - People

Ron Ricks
Vice President - Governmental Affairs

Roger W. Saarl
Vice President - Fuel and Administrative Purchasing

Paul E. Storbonz
Vice President - Flight Operations

Luke Gilli
Vice President - Maintenance

James C. Wimberly
Vice President - Ground Operations

Alan S. Davis
Vice President - Internal Audit

Pete McGlade
Vice President - Schedule Planning

William D. Lyons
Controller

John D. Owen
Treasurer

STATUTORY REPRESENTATION SERVICES

AUTHORIZATION AND FORWARDING INSTRUCTIONS FOR STATUTORY REPRESENTATION

To give you the very best in service, we need the information requested below. Please complete and return this questionnaire. Thank you
RETURN TO: CSC Networks/PHL&FS, Attn: Representation Services Dept., 375 Hudson Street, 11th Floor, New York, NY 10014

COMPANY NAME AND COMPLETE ADDRESS Southwest Airlines Co. P. O. Box 36611 2702 Love Field Dr. Dallas, TX 75235-1611 Tel. # 214-904-4000 Fax # 214-904-4086	STATE OF INCORPORATION Texas	DATE OF INCORPORATION March 9, 1967
COUNSEL NAME AND COMPLETE ADDRESS James F. Parker, Vice President - General Counsel P. O. Box 36611 Dallas, TX 75235-1611 Tel. # 214-904-4138 Fax # 214-904-4086	FISCAL YEAR ENDS calendar	FEDERAL ID # 74-1563240

NAME OF PARENT OR AFFILIATE AND STATE OF INCORPORATION:

Prentice-Hall Corporate Services is to establish records in the following jurisdictions:

STATE	STATE ID #	DATE AUTHORIZED	NAME AUTHORIZED UNDER (and prior name if any)
Florida			Southwest Airlines Co.

If more space is needed, please attach a separate sheet.

CHECK AND COMPLETE ONE BOX IN EACH OF THE FOLLOWING:

PROCESS AND LEGAL MATTERS TO: _____ (We suggest counsel) TEL. # _____	<input checked="" type="checkbox"/> USE COUNSEL NAME & ADDRESS ABOVE DIFFERENT ATTENTION (if desired) _____ OR <input type="checkbox"/> USE COMPANY NAME & ADDRESS ABOVE DIFFERENT ATTENTION _____ OR <input type="checkbox"/> OTHER _____ <small>(Street Address Required - P.O. Box is Unacceptable for Federal Express Delivery)</small>
OFFICIAL CORRESPONDENCE TO: _____ (We suggest a tax official of the company) TEL. # _____	<input checked="" type="checkbox"/> USE COUNSEL NAME & ADDRESS ABOVE DIFFERENT ATTENTION (if desired) _____ OR <input type="checkbox"/> USE COMPANY NAME & ADDRESS ABOVE DIFFERENT ATTENTION _____ OR <input type="checkbox"/> OTHER _____
RENEWAL INVOICE TO: _____ (We suggest an official of the company) TEL. # _____	<input checked="" type="checkbox"/> USE COUNSEL NAME & ADDRESS ABOVE DIFFERENT ATTENTION (if desired) _____ OR <input type="checkbox"/> USE COMPANY NAME & ADDRESS ABOVE DIFFERENT ATTENTION _____ OR <input type="checkbox"/> OTHER _____

FORM SENT BY: Debbie Neel DATE: 11-2-95 **IMPORTANT:** Please notify CSC Networks/PHL&FS of any changes



TEXAS COMPTROLLER OF PUBLIC ACCOUNTS

JOHN SHARP • COMPTROLLER • AUSTIN, TEXAS 78774

OCTOBER 11, 1995

SOUTHWEST AIRLINES CO
P O BOX 36611 ATTN DEBBIE NEEL
DALLAS, TX 75235-1611

CERTIFICATION OF ACCOUNT STATUS

THE STATE OF TEXAS

COUNTY OF TRAVIS

I, John Sharp, Comptroller of Public Accounts of the State of Texas, DO
HEREBY CERTIFY that according to the records of this office

SOUTHWEST AIRLINES CO

is, as of this date, in good standing with this office having no franchise
tax reports or payments due at this time.

This certificate is valid through the date that the next franchise tax report
will be due, May 15, 1996.

This certificate is not valid for the purpose of dissolution, merger or
withdrawal.

GIVEN UNDER MY HAND AND
SEAL OF OFFICE in the City of
Austin, this 11th day of
October, 1995 A.D.

JOHN SHARP
Comptroller of Public Accounts

Charter/C.O.A. number: 00232941-0



The State of Texas

SECRETARY OF STATE

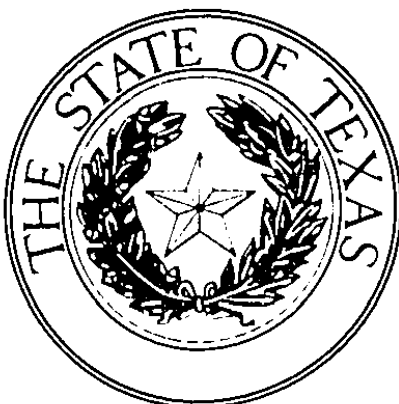
IT IS HEREBY CERTIFIED, that
Articles of Incorporation
of

**SOUTHWEST AIRLINES CO.
CHARTER NO. 232941-00**

were filed in this office and a certificate of incorporation was issued on
MARCH 09, 1967;

IT IS FURTHER CERTIFIED, that no certificate of dissolution has been issued, and
that the corporation is still in existence.

58107-7 11 1:45
RECEIVED - SECRETARY OF STATE



*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
the City of Austin, on November 9, 1995.*

Antonio O. Garza, Jr.

Antonio O. Garza, Jr.
Secretary of State

MAC