

P07000069430

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP  WAIT  MAIL

(Business Entity Name)

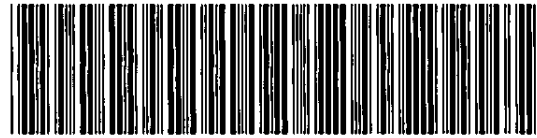
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer

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05/30/07--01025--015 \*\*35.00

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DIVISION OF CORPORATIONS  
07 JUN 13 PM 12:13  
TALLAHASSEE, FLORIDA  
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TO ACKNOWLEDGE  
SUFFICIENCY OF FILING

16552-703

**LAZARUS**  
**CORPORATE FILING SERVICE**  
 3320 SW 87<sup>TH</sup> AVENUE  
 MIAMI, FL 33165 (305) 552-5973

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

1. Quality Aircraft Services LLC  
 (Corporation Name) (Document #)
2. \_\_\_\_\_  
 (Corporation Name) (Document #)
3. \_\_\_\_\_  
 (Corporation Name) (Document #)
4. \_\_\_\_\_  
 (Corporation Name) (Document #)

- Walk in    
  Pick up time 2.00    
  Certified Copy  
 Mail out    
 Will wait    
 Photocopy    
 Certificate of Status

**NEW FILINGS**

- Profit  
 Not for Profit  
 Limited Liability  
 Domestication  
 Other

**AMENDMENTS**

- Amendment  
 Resignation of R.A., Officer/Director  
 Change of Registered Agent  
 Dissolution/Withdrawal  
 Merger

**OTHER FILINGS**

- Annual Report  
 Fictitious Name

**REGISTRATION/QUALIFICATION**

- Foreign  
 Limited Partnership  
 Reinstatement  
 Trademark  
 Other CONVERSION

Examiner's Initials



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

RECEIVED  
07 JUN 13 PM 4:17  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FILED  
07 JUN 13 PM 12:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

May 31, 2007

LAZARUS

TALLAHASSEE, FL

SUBJECT: QUALITY AIRCRAFT SERVICES, INC.  
Ref. Number: W07000025877

We have received your document for QUALITY AIRCRAFT SERVICES, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$35.00 payment.

In order to convert your LLC into a Florida corporation, you must submit both the Conversion Certificate and Articles of Incorporation to file the new corporation. The TOTAL REQUIRED to file these documents is \$105.00.

So please resubmit your documents with an ADDITIONAL \$70.00.

Also, please note that the name -- QUALITY AIRCRAFT SERVICES INC. -- is not available because another Florida corporation is currently using that name.

You will need to choose another name for your Florida corporation.

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 (850) 245-6914.

Buck Kohr  
Document Specialist

Letter Number: 307A00037304

FILED  
07 JUN 13 PM 12:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Certificate of Conversion**  
For  
**"Other Business Entity"**  
Into  
**Florida Profit Corporation**

This Certificate of Conversion **and attached Articles of Incorporation** are submitted to convert the following **"Other Business Entity"** into a **Florida Profit Corporation** in accordance with s. 607.1115, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

Quality Aircraft Services LLC  
(Enter Name of Other Business Entity) *L 05000060307*

2. The "Other Business Entity" is a Limited Liability Company  
(Enter entity type. Example: limited liability company, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Florida  
(Enter state, or if a non-U.S. entity, the name of the country)

on June 16, 2005  
(Enter date "Other Business Entity" was first organized, formed or incorporated)

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

Florida

4. The name of the Florida Profit Corporation as set forth in the **attached Articles of Incorporation:**

QUALITY CORPORATE AIRCRAFT SERVICES INC.  
(Enter Name of Florida Profit Corporation)

5. If not effective on the date of filing, enter the effective date: June 16, 2005.  
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date listed in the attached Articles of Incorporation, if an effective date is listed therein.)

Signed this 25 day of May, 20 07.

Signature:   
(Must be signed by a Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator.)

Printed Name: Dore Chaponick Title: President / Secretary

**CERTIFICATE OF INCORPORATION**

**OF**

*QUALITY CORPORATE AIRCRAFT SERVICES INC.*

**FILED**  
07 JUN 13 PM 12:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We, the undersigned subscribers to these Articles of Incorporation natural persons competent to contract from a Corporation the Laws of the State of Florida.

**ARTICLE I, NAME OF CORPORATION:**

The name of the Corporation shall be: *QUALITY CORPORATE AIRCRAFT SERVICES INC.*

**ARTICLE II, GENERAL NATURE OF THE BUSINESS:**

The general nature of the business and the object and purpose to be transacted and carried are: To conduct business not prohibited by the Laws of the United States and the State of Florida.

To conduct business to have one or more officers in buy, sell, import, export, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights and licenses, in the State of Florida and in other countries to conduct debts and borrow money, issued and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfer or corporate properties, or instruments to secure the payments of corporate indebtedness as require.

To purchase the corporate assets or any other Corporation and engage in the same or other character of business. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation on the State of Florida, or any other State or government and while owner of such stock to exercise all rights, powers and privileged of ownership, including the right to vote such stock.

**ARTICLE III, CAPITAL STOCK:**

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is 100 shares at \$ 1.00 per share. Such stocks may be issued by the Corporation from time to time for such consideration as may be fixed by the board of Director thereof, and may be paid in cash, labor or services.

**ARTICLE IV, INITIAL CAPITAL:**

The number of shares with which this Corporation shall commence business is not less than 100 common stock, and the amount of capital with which this Corporation shall commence business will not be less than One Hundred Dollars (\$ 100.00).

**ARTICLE V, TERM:**

The Corporation shall continue perpetually, unless sooner dissolve according to laws.

**ARTICLE VI, PRINCIPAL PLACE OF BUSINESS:**

The initial place of business of said Corporation in this State shall be 7955 NW 12<sup>th</sup> Street, Suite 400, Doral, FL 33126. But the Board of Directors may from time to time, move the principal place of the office to any other address in the State of Florida.

**ARTICLE VII, DIRECTORS:**

The business of the Corporation shall be conducted by the Board of Directors, and the number of which Directors shall be fixed by the Stockholders at any regular or called meeting, but the number of Directors shall not be less than one. A majority of the Board shall constitute the quorum. The members of the Board of Directors shall be elected at the annual meeting of Stockholders, and the several officers, as the case may provide for in the by-laws, shall be elected by the Board of Directors at the meeting held immediately after the adjournment of the annual stockholders meeting.

**ARTICLE VIII, FIRST BOARD OF DIRECTORS:**

The name and office address of the members of the first Board of Directors, who, subject to the provisions of the Certificate of Incorporation, the by-laws of the Corporation and Statutes of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors have been elected and qualified are as follows:

Dore Chaponick	Ronald Sammy
7955 NW 12 <sup>th</sup> Street	7955 NW 12 <sup>th</sup> Street
Suite 400	Suite 400
Doral, FL 33126	Doral, FL 33126

**ARTICLE IX, SUBSCRIBERS:**

The proceeds of the stock subscribed for will be at least as much as the amount necessary to begin business. The name and place of residence of the Subscriber to the capital stock and the number of shares subscribed for are as follow:

Dore Chaponick	Ronald Sammy
7955 NW 12 <sup>th</sup> Street	7955 NW 12 <sup>th</sup> Street
Suite 400	Suite 400
Doral, FL 33126	Doral, FL 33126



**ARTICLE X, OFFICERS:**

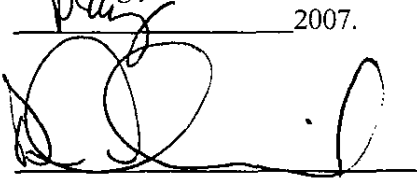
The name and post office addresses of the incorporator, who subject to the provisions of this Certificate of Incorporation, the by-laws of the Corporation and the statutes of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors have elected and qualified, are as follows:

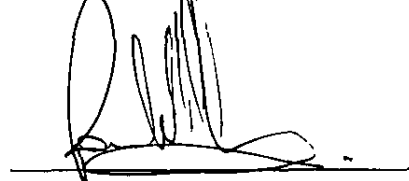
Dore Chaponick	Ronald Sammy
President/Secretary	Vice-President/Treasurer
7955 NW 12 <sup>th</sup> Street	7955 NW 12 <sup>th</sup> Street
Suite 400	Suite 400
Doral, FL 33126	Doral, FL 33126

**ARTICLE XI, AMENDMENT:**

These Articles of Incorporation may be amended in the manner provided by laws. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at the Stockholders' meeting by majority of the stocks entitled to vote thereon, unless all Directors and all Stockholders sign a written statement manifesting their intention that certain amendments to these Articles of Incorporation be made.

We, the undersigned, being the original subscribers to the capital stock and Articles of Incorporation, herein above name for the purpose of forming a Corporation to do business within and without the State of Florida, General Act of 1925, and all amendments hereto to make and file this Certificate hereby declaring that the facts herein stated are true and do respectively agree to take the number of shares of stock herein above set forth, and have accordingly set our hands and seal on this 23 day of

May 2007.  
  
Dore Chaponick  
President/Secretary

  
Ronald Sammy  
Vice-President/Treasurer

CERTIFICATE DESIGNING OF BUSINESS OF DOMICILE FOR THE SERVICE  
WITHIN THIS STATE, NAMING AGENT UPON PROCESS MAY BE SERVED.

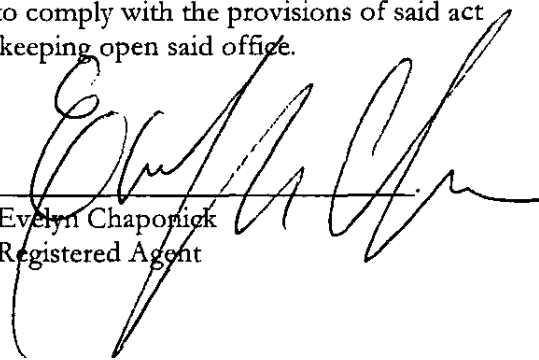
In pursuance of Chapter 48,901, Section 607,164  
Florida Statutes, the Following is submitted, in  
the compliance with said act:

*QUALITY CORPORATE AIRCRAFT  
FIRST: SERVICES INC.*

desiring to organized under Laws of the State of  
Florida, with the principal Office, as indicated in  
the Articles of Incorporation, at the City of Miami  
County of Miami-Dade, State of Florida, has named  
Evelyn Chaponick located at 7955 NW 12<sup>th</sup> Street,  
Suite 400, Doral, Florida 33126 as its Agent accepts  
service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept services of process for  
the above stated Corporation at place designated in  
this Certificate. I hereby accept to act in this capacity  
and agree to comply with the provisions of said act  
relative to keeping open said office.

  
\_\_\_\_\_  
Evelyn Chaponick  
Registered Agent