

# ACCOUNT FILING COVER SHEET

**PRO00028597**

FILED  
98 MAR 27 AM 11:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCOUNT NUMBER: FCA13

REFERENCE: DOCUMENT RESOURCES ACCOUNT

DATE: 3 124 1998

REQUESTER NAME: DOCUMENT RESOURCES

ADDRESS: 120 West Fayette Street, Suite 600  
BALTIMORE, MD 21201

TELEPHONE: (800) 777 - 8567 EXT: 287 x243  
*Kelly*

CONTACT NAME: AMI MOHR

CORPORATION NAME: Corp. Filing

DOCUMENT NUMBER: 400002466574--3  
(if applicable)

AUTHORIZATION: *Fred Miller*  
(FRED MILLER)

CERTIFIED COPY (1-9)

CERTIFICATE OF STATUS (1-9)

PHOTOCOPY OF

Call When Ready  
 (XXX) Walk In

Call if problem  
 Will Wait

After 4:30  
 (XXX) Pick Up

1 1 After 3:00 PM

RECEIVED  
98 MAR 24 AM 11:43  
DEPARTMENT OF STATE  
CONSULTING CORPORATION  
TALLAHASSEE, FLORIDA

*W98-6526*  
K. Rolfe **MAR 24 1998**

JAN 98

K. Rolfe **MAR 27 1998**



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

RECORDED  
98 MAR 27 AM 8:17  
DIVISION OF CORPORATION

March 24, 1998

DOCUMENT RESOURCES  
120 W FAYETTE STREET  
STE 600  
BALTIMORE, MD 21201

SUBJECT: AIRCRAFT 23345, INC.  
Ref. Number: W98000006526

We have received your document for AIRCRAFT 23345, INC. and the authorization to debit your account in the amount of \$. However, the document has not been filed and is being returned for the following:

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

Please return the original and one copy of 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) 487-6932.

Kimberly Rolfe  
Document Specialist

Letter Number: 898A00015716

ARTICLES OF INCORPORATION  
OF  
AIRCRAFT 23345, INC.

FILED  
98 MAR 27 AM 11:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, being an individual, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

FIRST: The name of the corporation is Aircraft 23345, Inc.

SECOND: The address of the registered office and principal place of business of the corporation is:

9420 S.W. 77<sup>th</sup> Avenue  
Suite 100  
Miami, Florida 33156

THIRD: The purposes for which this corporation is organized are to engage in any lawful business for which corporations may be organized under the Florida Business Corporation Act.

FOURTH: The maximum number of shares this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value each.

FIFTH: The street address of the registered office of the corporation is:

9420 S.W. 77<sup>th</sup> Avenue  
Suite 100  
Miami, Florida 33156

SIXTH: The name and street address of the registered agent for the corporation is:

Wayne Lippman  
9420 S.W. 77<sup>th</sup> Avenue  
Suite 100  
Miami, Florida 33156

SEVENTH: The name and street address of the Incorporator is:

David B. Rosenberg, Esq.  
Todd & Levi, LLP  
600 Third Avenue  
New York, New York 10016

EIGHTH: The duration of the corporation shall be perpetual.

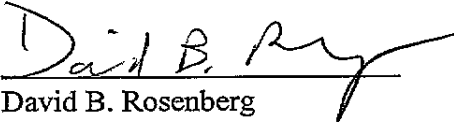
NINTH: The board of directors of the corporation shall initially have two (2) directors, whose names and addresses are:

Stuart L. Cauff  
9420 S.W. 77<sup>th</sup> Avenue  
Suite 100  
Miami, Florida 33156

Wayne D. Lippman  
9420 S.W. 77<sup>th</sup> Avenue  
Suite 100  
Miami, Florida 33156


TENTH: The corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 19<sup>TH</sup> day of March, 1998.

  
David B. Rosenberg  
Incorporator

STATEMENT OF REGISTERED AGENT FOR AIRCRAFT 23345, INC.

Having been named as the registered agent to accept Service of Process for Aircraft 23345, Inc., at the place designated in the Articles of Incorporation of Aircraft 23345, Inc., I hereby agree to act in this capacity, and 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 Section 607.325 of the Florida General Corporation Act.

  
Wayne D. Lippman

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TALLAHASSEE, FLORIDA

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