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Tallahassee, FL 32301
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Corporation(s) Name

Spoonbill Acquisitions, Inc.

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
00 MAR 29 PM 1:47

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Mark
<input type="checkbox"/> LLC		
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Reservation	<input type="checkbox"/> Ch. RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
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MAR 29 2000
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS
DEPARTMENT OF STATE

00 MAR 29 PM 12:14

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Please Return Extra
Copies File Stamped
To:
Melanie Strickland

Thank You!

B/K 3/29/00

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: SPOONBILL ACQUISITIONS, INC.
(Name of corporation - must include suffix)

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Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Brenton J. Allen
(Name of Person)
Spoonbill Acquisitions, Inc.
(Firm/Company)
2036 Washington Street
(Address)
Hanover, MA 02339
(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Lisa Leary at (781) 871-6800
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

**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. SPOONBILL ACQUISITIONS, INC.
(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. MASSACHUSETTS 3. 51-0397293
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. FEBRUARY 28, 2000 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. MARCH, 2000
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 2036 WASHINGTON STREET, HANOVER, MA 02339
(Current mailing address)

8. THE PURCHASING, LEASING AND RESALE OF AIRCRAFT
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

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

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324
(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.

C T Corporation System

Lauren H. Kreatz LAUREN H. KREATZ,
SPECIAL ASSISTANT SECRETARY
(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: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: David R. Marcus

Address: 2036 Washington Street
Hanover, MA 02339

Vice Chairman: _____

Address: _____

Director: Michael L. Marcus

Address: 2036 Washington Street
Hanover, MA 02339

Director: David R. Marcus

Address: 2036 Washington Street
Hanover, MA 02339

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B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Michael L. Marcus

Address: 2036 Washington Street
Hanover, MA 02339

Vice President: _____

Address: _____

~~Secretary~~ Michael L. Marcus

Address: 2036 Washington Street
Hanover, MA 02339

Treasurer: David R. Marcus

Address: 2036 Washington Street
Hanover, MA 02339

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

13. David R. Marcus
(Signature of Chairman, ~~Vice Chairman~~, or any officer listed in number 12 of the application)

14. David R. Marcus, Chairman and Treasurer
(Typed or printed name and capacity of person signing application)

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SPOONBILL ACQUISITIONS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-EIGHTH DAY OF FEBRUARY, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED
STATE
SECRETARY OF CORPORATIONS
DIVISION
MAR 29 PM 1:47



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

0282771

DATE:

02-28-00