

# 00000002200

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: iWINGS, Inc.  
(Name of corporation - must include suffix)

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:

Ronald T. Bevans, Jr.  
(Name of Person)

c/o Eastern Air Lines, Inc.  
(Firm/Company)

1221 Brickell Avenue, Suite 1780  
(Address)

Miami, Florida 33131  
(City/State/Zip)

300003139023--7  
-02/17/00--01072--008  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

300003139023--7  
-04/20/00--01083--001  
\*\*\*1150.00 \*\*\*1150.00

W-4863

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

Ronald T. Bevans, Jr. at ( 305 ) 536-2246 Ext. 230  
(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

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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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



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

February 22, 2000

RONALD T. BEVANS, JR.  
% EASTERN AIR LINES, INC.  
1221 BRICKELL AVENUE, SUITE 1780  
MIAMI, FL 33131

SUBJECT: IWINGS, INC.  
Ref. Number: W00000004863

We have received your document for IWINGS, INC. and your check(s) totaling \$87.50. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$1,150.00.

Enclosed please find a copy of section 607.1501, 617.1501, or 608.502, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a notarized affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501, 617.1501 or 608.502, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers  
Document Specialist

Letter Number: 800A00009516

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA



April 19, 2000

**VIA AIRBORNE EXPRESS**

Mr. Lee Rivers  
Document Specialist  
Florida Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

**RE: iWINGS, Inc.**  
**Ref. Number: W00000004863**

**FILED**  
**00 APR 20 PM 1:54**  
**SECRETARY OF STATE**  
**TALLAHASSEE FLORIDA**

Dear Mr. Rivers:

Enclosed please find Check No. 100100 in the amount of \$1,150.00 in payment of the annual report/uniform business report and penalty fees for iWINGS, Inc.

We will appreciate your expediting the pending application authorizing the subject company to transact business in Florida.

Thank you for your assistance.

Sincerely,

*Barbara J. Daniel*  
for. Ronald T. Bevans, Jr.

Enclosure

cc: Ms. Barbara J. Daniel

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.

1. iWINGS, 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. State of Delaware 3. 65-0934655  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. July 21, 1999 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. December 1999  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 1221 Brickell Avenue, Suite 1780  
Miami, Florida 33131  
(Current mailing address)

8. E-Commerce  
(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: Ronald T. Bevans, Jr.  
Office Address: 1221 Brickell Avenue, Suite 1780  
Miami, Florida, 33131  
(Zip code)

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TALLAHASSEE FLORIDA

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.

Ronald T. Bevans, Jr.  
(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: John J. Sicilian

Address: 1221 Brickell Avenue, Suite 1780  
Miami, Florida 33131

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

\* Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

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

President: Please see attached.

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

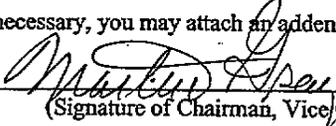
Secretary: \_\_\_\_\_

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. Martin Gray, President  
(Typed or printed name and capacity of person signing application)

**B. OFFICERS AND ADDRESS**

All of the above officers can be reached at the following address:

1221 Brickell Avenue  
Suite 1780  
Miami, Florida 33131

President: Martin Gray

Vice President Development: Glenn Martin

Chief Information Officer: Les Ottolenghi

Secretary: Barbara J. Daniel

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TALLAHASSEE FLORIDA

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "IWINGS, 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 FIFTEENTH DAY OF FEBRUARY, A.D. 2000.

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

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00 APR 20 PM 1:54  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0257533

DATE: 02-15-00