

CT CORPORATION SYSTEM

F010000000725

CORPORATION(S) NAME

Potomac Air, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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*****78.75 *****78.75

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Other
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Change of RA
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Fictitious Name	<input checked="" type="checkbox"/> CUS
<input type="checkbox"/> Photocopies	<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

2/7/01

M.S.

Order#: 3544906

Ref#:

Amount: \$

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01 FEB -7 PM 12:47
DEPT. OF CORPORATIONS
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

A CCH LEGAL INFORMATION SERVICES COMPANY

3/11
2/7

**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. Potomac Air, 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. Delaware 3. 54-2003352
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. December 7, 2000 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Order
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 2345 Crystal Drive
Arlington, VA 22227
(Current mailing address)

8. Engage in any lawful act or activity for which a corporation may be organized.
(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


(Registered agent's signature)

Hillary A. Englar
Assistant Sec^{retary}

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)

Director: N. Bruce Ashby

Address: 11326 Bright Pond Lane
Reston, VA 20194

Director: Thomas M. Hanley

Address: 4806 Fr. Sumner Drive
Bethesda, MD 20816

Director: Thomas A. Mutryn

Address: 8411 Rapley Ridge Lane
Potomac, MD 20854

Director: Gregory T. Taylor

Address: 12308 Beall Spring Road
Potomac, MD 20854

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

President: John F. Leonard

Address: 733 South 2nd Street
Philadelphia, PA 19147

Vice President: Flight Operations: Robert Brayton

Address: 3960 Enola Road
Newville, PA 17241

Secretary: Jennifer C. McGarey

Address: 8261 Toll House Road
Annandale, VA 22003

Treasurer: Jeffery A. McDougale

Address: 4019 Kloman Street
Annandale, VA 22003

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

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

14. Jennifer C. McGarey, Secretary
(Typed or printed name and capacity of person signing application)

12.B. Officers:

Vice President - Maintenance: Richard Gwin
1312 Robins Avenue
Salisbury, MD

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TALLAHASSEE-FLORIDA

Office of the Secretary of State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "POTOMAC AIR, 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 THIRTY-FIRST DAY OF JANUARY, A.D. 2001.

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



3275694 8300

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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 0945388

DATE: 01-31-01