

F010000003471

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Airborne Video 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:

Charles G. Yates

(Name of Person)

Airborne Video Inc.

(Firm/Company)

924 Central Avenue

(Address)

Fort Walton Beach, FL 32547

(City/State and Zip code)

For further information concerning this matter, please call:

300004337769--7
-06/01/01 --01052--010
*****78.75 *****78.75

Dawn McArdle at (850) 862-9185

(Name of Person)

(Area Code & Daytime Telephone Number)

WO 1-12795

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration 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

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TALLAHASSEE, FL 32314

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 6, 2001

CHARLES G YATES
AIRBORNE VIDEO INC
924 CENTRAL AVENUE
FORT WALTON BEACH, FL 32547

SUBJECT: AIRBORNE VIDEO, INC.
Ref. Number: W01000012795

We have received your document for AIRBORNE VIDEO, INC. and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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) 487-6097.

Michael Mays
Document Specialist

Letter Number: 101A00034390

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**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. Airborne Video, 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. 59-3718948
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. April 16, 2001 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 924 Central Avenue, Fort Walton Beach, FL 32547
(Principal office address)
924 Central Avenue, Fort Walton Beach, FL 32547
(Current mailing address)
8. Airborne Video Imaging
(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** accepted)
- Name: Charles G. Yates
- Office Address: 924 Central Avenue
Fort Walton Beach, Florida 32547
(City) (Zip code)

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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.

Charles G. Yates by Janice E. Yates
(Registered agent's signature) 1504

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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Charles G. Yates

924 Central Avenue, Fort Walton Beach, FL 32547

Address: _____

Vice Chairman: James E. Kain

Address: 2575 Cayenne Drive, Shalimar, FL 32579

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Charles G. Yates

Address: 924 Central Avenue

Fort Walton Beach, FL 32547

Vice President: James E. Kain

Address: 2575 Cayenne Drive

Shalimar, FL 32579

Secretary: Dawn B. McArdle

Address: 104 6th Avenue

Shalimar, FL 32579

Treasurer: _____

Address: _____

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

13. Dawn B. McArdle, Secretary
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Charles G. Yates, President

(Typed or printed name and capacity of person signing application)

Office of the Secretary of State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AIRBORNE VIDEO, 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 ELEVENTH DAY OF JUNE, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "AIRBORNE VIDEO, INC." WAS INCORPORATED ON THE SIXTEENTH DAY OF APRIL, A.D. 2001.

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

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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3381210 8300

AUTHENTICATION: 1182064

010279205

DATE: 06-11-01

DURABLE POWER OF ATTORNEY

STATE OF FLORIDA
COUNTY OF OKALOOSA

KNOW ALL MEN BY THESE PRESENTS, that I, CHARLES G. YATES, of Okaloosa County, Florida, as authorized by Section 709.08, Florida Statutes, hereby appoint as my true and lawful attorney to act in, manage and conduct my affairs, my wife, JANICE ELIZABETH YATES.

This durable power of attorney shall not be affected by my disability except as provided by statute, and shall be exercisable from the date hereof notwithstanding my later disability or incapacity unless otherwise provided by statute. All acts done by my attorney hereunder pursuant to the power hereby conferred during any period of disability or incompetence shall have the same effect and inure to the benefit of and bind me, my heirs, devisees and personal representatives as if I were competent and not disabled. This durable power of attorney shall be non-delegable and shall be valid and effective from the date hereof until such time as I shall die, revoke the power or be adjudged incompetent.

The property subject to this durable power of attorney shall include all real and personal property owned by me, my interest in all property held in joint tenancy, my interest in all non-homestead property held in tenancy by the entirety, and all property over which I hold power of appointment and shall also include authority to sell, mortgage or convey my homestead pro-

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perty with the joinder of my spouse, if living, or the legal guardian or duly appointed attorney of my spouse.

Without limiting the broad powers intended to be conferred by the preceding provisions, I expressly authorize my attorney acting hereunder in a fiduciary capacity to do and execute all or any of the following acts, deeds and things for my benefit and on my behalf:

(1) To ask, demand, sue for, recover and receive all sums of money, bank deposits, chattels and other real or personal property, tangible or intangible, of whatsoever nature or description that may be due, owing, payable or belonging to me, and to execute and deliver receipts, releases, cancellations or discharges.

(2) To settle any account or reckoning whatsoever wherein I now am or at any time hereafter shall be in anywise interested or concerned with any person whomsoever, and to receive the balance thereof as the case may require.

(3) To enter any safe deposit or other place of safe-keeping standing in my name with full authority to remove any and all the contents thereof and to make additions, substitutions and replacements, specifically including any safe deposit box in my name jointly with my spouse or any other person.

(4) To borrow any sum or sums of money on such terms and with such security, whether real or personal property belonging to me, as my attorney may think fit, and to execute any

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and all notes, mortgages and other instruments which my attorney may deem necessary or desirable.

(5) To draw, accept, make, endorse or otherwise deal with any checks, promissory notes, bills of exchange or other commercial or merchantile instruments, specifically including the right to make withdrawals from any savings account or building and loan deposits.

(6) To redeem or cash in any and all bonds issued by the United States Government or any of its agencies, any other bonds and any certificates of deposit or other similar assets or securities belonging to me.

(7) To sell all or any bonds, shares of stock, warrants, debentures, or other securities belonging to me, and to execute all assignments and other instruments necessary or proper for transferring the same to the purchaser or purchasers thereof, and to give good receipts and discharges for all monies payable in respect thereof.

(8) To invest the proceeds of any redemptions aforesaid, and any other of my monies, in such bonds, shares of stock and other securities as my attorney shall think fit, and from time to time to vary the said investments or any of them.

(9) To vote at all meetings of stockholders of any company or corporation, and otherwise to act as my attorney or proxy in respect of my shares of stock or other securities or investments which now or hereafter shall belong to me, and to

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appoint substitutes or proxies with respect to any such shares of stock.

(10) To sign, and execute in my behalf any tax return, state or federal, relating to income, gift, ad valorem, intangible or other taxes, state or federal, and to act for me in any examinations, audits, hearings, conferences or litigation relating to any such taxes, including authority to file and prosecute refund claims and to enter into and effect any settlements.

(11) To sell, rent, lease for any term, or exchange, any real estate or interests therein, for such considerations and upon such terms and conditions as my attorney may see fit; specifically including the power and authority to execute, acknowledge and deliver deeds, mortgages, leases and other instruments conveying or encumbering title to property owned by me alone as well as any owned by me and my spouse jointly.

(12) To commence, prosecute, discontinue or defend all actions or other legal proceedings touching my estate or any part thereof, or touching any matter in which I or my estate be in anywise concerned.

(13) To purchase bonds issued by the United States Government that can be applied at face or maturity value on account of estate tax liabilities, commonly known as "flower bonds".

(14) To make gifts, outright or in trust, in an amount not greater than \$10,000.00 per donee per year to my spouse and my

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issue (including my attorney, hereunder appointed).

(15) To make additions of funds and assets, real and personal, to any revocable trust established by me.

(16) To execute a revocable trust which provides that all income and principal shall be paid to me or the guardian of my estate, or applied for my benefit in such amounts as I or my attorney hereunder shall request or as the trustee shall determine, and that on my death any remaining income and principal shall be paid to my personal representative; and to deliver and convey funds and assets, real and personal, to the trustee thereof.

(17) To arrange for my entrance to and care at any hospital, nursing home, health center, convalescent home, retirement home or similar institution.

(18) To renounce or disclaim any interest acquired by testate or intestate succession or by inter vivos transfer, including exercising or surrendering any right to revoke a revocable trust.

(19) To authorize, arrange for, consent to, waive and terminate any and all medical and surgical procedures on my behalf (including any election or election and agreement under the Life-Prolonging Procedures Act of Florida with respect to providing, withholding or withdrawing life-prolonging procedures should I fail to make a declaration thereunder) and to pay all bills for my care.

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(20) In general to do all other acts, deeds, matters and things whatsoever in or about my estate, property and affairs, or to concur with persons jointly interested with me therein in doing all acts, deeds, matters and things herein particularly or generally described, as fully and effectually to all intents and purposes as I could do myself.

(21) The powers herein conferred upon my attorney shall extend to and include all of my right, title and interest in and to any real and personal property, tangible and intangible, in which I may have an interest jointly with my spouse or any other person, whether in an estate by the entirety, joint tenancy, tenancy in common or any other manner.

(22) This instrument is executed by me in the State of Florida but it is my intention that the powers and authority herein conferred upon my attorney as authorized by the laws of Florida now or hereafter in force and effect shall be exercisable in any other State or jurisdiction where I may have any property or assets.

I hereby ratify and confirm, and promise at all times to ratify and confirm, all and whatsoever my duly authorized attorney hereunder shall lawfully do or cause to be done by virtue of these presents, including anything which shall be done between the revocation of this instrument by my death and in any other manner and notice of such revocation reaching my attorney; and I hereby declare that as against me and all persons claiming under

me everything which my said attorney shall do or cause to be done in pursuance hereof after such revocation as aforesaid shall be valid and effectual in favor of any persons claiming the benefit thereof who, before the doing thereof, shall not have had notice of such revocation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this the 27th day of July, 1992.

Signed, sealed and delivered
in the presence of:

WITNESS

WITNESS

CHARLES G. YATES

STATE OF FLORIDA
COUNTY OF OKALOOSA

BEFORE ME, the undersigned notary public and
for said State and County, personally appeared CHARLES G. YATES,
to me well known and known to me to be the individual described by
said name in and who executed the foregoing instrument and
acknowledged and declared that the said individual executed the
same for the uses and purposes therein set forth.

GIVEN under my hand and official seal this the
27th day of July, 1992.

Suzanne Fortner
NOTARY PUBLIC

My Commission Expires: Oct 1, 1995

SUZANNE FORTNER
Notary Public - State of Florida
My Commission Expires
October 1, 1995
CC 148914