

# F02000000059

Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
Fax Number : (850) 205-0383

From: Nery C. Toledo, Legal Assistant  
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## FOREIGN PROFIT QUALIFICATION

EMBRAER AIRCRAFT HOLDING, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

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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. EMBRAER AIRCRAFT HOLDING, 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. 65-1156742  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

3. December 4, 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. 276 Southwest 34th Street, Fort Lauderdale, Florida 33315  
(Principal office address)  
276 Southwest 34th Street, Fort Lauderdale, Florida 33315  
(Current mailing address)

8. To engage in any lawful activity permitted by the laws of the State of Florida  
(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: American Information Services, Inc.  
Office Address: One Southeast Third Avenue, 28th Floor  
Miami, Florida 33131  
(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.*

American Information Services, Inc.  
By: Nery C. Toledo, Asst. Sec.  
(Registered agent's signature)  
Nery C. Toledo, Assistant Secretary

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.  
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12. Names and business addresses of officers and/or directors:

A. DIRECTORS [Please see attached Exhibit "A"]

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

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

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

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

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

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

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

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

B. OFFICERS [Please see attached Exhibit "A"]

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

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. CESAR F. CARRARI - SECRETARY  
(Typed or printed name and capacity of person signing application)

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**EMBRAER AIRCRAFT HOLDING, INC.**

**EXHIBIT "A"**

**A. DIRECTORS:**

Mauricio Novis Botelho  
276 Southwest 34th Street  
Fort Lauderdale, FL 33315  
Chairperson

Samuel D. Hill  
276 Southwest 34th Street  
Fort Lauderdale, FL 33315  
Vice Chairperson

Antonio Luiz Pizarro Manso  
276 Southwest 34th Street  
Fort Lauderdale, FL 33315  
Director

Frederico P. Fleury Curado  
276 Southwest 34th Street  
Fort Lauderdale, FL 33315  
Director

Vitor Sarquis Hallack  
276 Southwest 34th Street  
Fort Lauderdale, FL 33315  
Director

Langhorne M. Bond  
276 Southwest 34th Street  
Fort Lauderdale, FL 33315  
Director

**B. OFFICERS:**

Gary J. Spulak  
276 Southwest 34th Street  
Fort Lauderdale, FL 33315  
President

Ronald J. Dwyer  
276 Southwest 34th Street  
Fort Lauderdale, FL 33315  
Managing Director and Chief Financial Officer

Cesar F. Carrari  
276 Southwest 34th Street  
Fort Lauderdale, FL 33315  
Secretary

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# Delaware

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## *The First State*

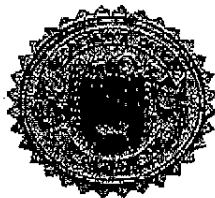
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EMBRAER AIRCRAFT HOLDING, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRD DAY OF JANUARY, A.D. 2002.

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

AUTHENTICATION: 1537960

DATE: 01-03-02