

F020000002734

CORPORATION(S) NAME

Chickadee Acquisitions, Inc.

BK

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FILED
02 MAY 31 PM 3:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
02 MAY 31 PM 2:08
OFFICE OF THE CLERK
DIVISION OF CORPORATE FILINGS
TALLAHASSEE, FLORIDA

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| <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/Withdrawal | <input type="checkbox"/> Mark |
| | <input type="checkbox"/> Reinstatement | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> LLC | <input type="checkbox"/> Name Registration | <input type="checkbox"/> Change of RA |
| | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> UCC |
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| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
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5/31/02

M.S.

Order#: 5384166

100005663061--8

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Ref#: *****96.25 *****96.25

Amount: \$ _____

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

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. Chickadee 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. Delaware

(State or country under the law of which it is incorporated)

3. 30-0081015

(FEI number, if applicable)

4. 05/28/02

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. 06/04/02

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

7. Chickadee Acquisitions, Inc. c/o APEX 2036 Washington Street

Hanover, MA 02339

(Current mailing address)

8. Purchase, lease and/or resell 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

Connie Bryan Connie Bryan, Special Asst. Secy.
(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: (See attached for two additional Directors.)

Address:

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

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

President: Michael L. Marcus

Address: 2036 Washington Street

Hanover, MA 02339

Vice President: Senior Vice President, Edwin Rivera

Address: 2036 Washington Street

Hanover, MA 02339

Secretary: Edwin Rivera

Address: 2036 Washington Street

Hanover, MA 02339

Treasurer: Kristen M. Santos

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. Kristen M. Santos

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Kristen M. Santos, Treasurer

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

02 MAY 31 PM 3:57
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

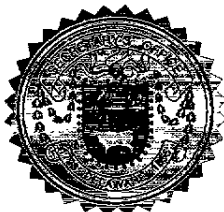
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CHICKADEE 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-NINTH DAY OF MAY, A.D. 2002.

FILED
02 MAY 31 PM 3:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



3529570 8300

020335986

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1799649

DATE: 05-29-02