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(R	equestor's Name)			
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PICK-UP	WAIT	MAIL		
(Bi	usiness Entity Nam	e)		
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Certified Copies	Certificates	of Status		
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Special Instructions to Filing Officer:				
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Office Use Only



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VISIGH OF CORPORATIONS
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## TRANSMITTAL LETTER

<b>TO:</b> Registration Section Division of Corporations				
SUBJECT: Freedom Airlines, Inc.				
(Name of corporation - must include suffix)				
Dear Sir or Madam:				
	Corporation for Authorization to Transact Business in Florida," re submitted to register the above referenced foreign corporation to			
Please return all correspondence concer	ning this matter to the following:			
Brian S. Gillman				
	(Name of Person)			
Freedom Airlines, Inc.				
	(Firm/Company)			
410 N. 44th Street, Ste 700				
_	(Address)			
Phoenix, AZ 85008	表示。			
	(City/State and Zip code)			
For further information concerning this matter, please call:				
James Bazan	at ( 602 ) 685 - 4342			
(Name of Person)	(Area Code & Daytime Telephone Number)			
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 ar	nount:			
\$70.00 Filing Fee				

## 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. Freedom Airlin			
(Enter name of c	corporation; must include "INCORPORAT corp," "Inc," "Co," or "Corp.")	ED	," "COMPANY," "CORPORATION,"
(If name unavai)	able in Florida, enter alternate corporate na	me	adopted for the purpose of transacting business in Florida)
•			
2. Nevada		_3.	86-1049364
(State or country	under the law of which it is incorporated)		(FEI number, if applicable)
4. 12/03/2001		5	Perpetual
	of incorporation)		(Duration: Year corp. will cease to exist or "perpetual")
6 NT/A			
6. <u>N/A</u>	(Date first transacted husine	re i	n Florida, if prior to registration) 502, F.S., to determine penalty liability)  tress)  tress)  may be organized.  puntry to be carried out in state of Florida)
			502, F.S., to determine penalty liability)
7 A10 N AAth Stre	et, Ste 700, Phoenix, AZ 85008		Et En
7. 410 14. 4441 046	(Principal office	odd	(react)
	· · · · · · · · · · · · · · · · · · ·	1340	1000
Same as above			ا م الحالية
	(Current mailing	add	Iress) 「不会」
8. To engage in an	y lawful act or activity for which corporation	ons	may be organized.
(Purpose(s	i) of corporation authorized in home state of	rcc	ountry to be carried out in state of Plorida)
9. Name and stree	t address of Florida registered agent: (	P.C	D. Box NOT acceptable)
Name:	C T Corporation System		<del></del>
Office Address:	1200 South Pine Island Road		
	Plantation		Florida 22224
	(City)		, Florida <u>33324</u> (Zip code)
	(0.13)		(Esp code)
	gent's acceptance:		
Having been nam	ed as registered agent and to accept se	771	ce of process for the above stated corporation at the place
designated in this	application, I hereby accept the appoint	nin	nent as registered agent and agree to act in this capacity. I
juriner agree to c	omply with the provisions of all statute	us ro	elative to the proper and complete performance of my duties,
ана х ат затинаг	with and accept the obligations of my	po.	stiton as registerea agent.
	// CT Corpor	atio	m System
B		<u>ا</u>	Merner
	Candice L. Mallernee,	ır's	signature) KS+: Secu.
11. Attached is a	certificate of existence duly authenticat	ed,	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

FLOID - 2/11/03 C T System Online

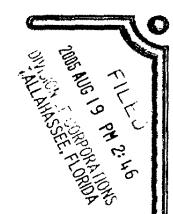
under the law of which it is incorporated.

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

A. DIRECTORS	
Chairman: Jonathan Ornstein	
Address: 410 N. 44th Street, Ste 700	
Phoenix, AZ 85008	
Vice Chairman: Michael Ferverda	
Address: 410 N. 44th Street, Ste 700	
Phoenix, AZ 85008	
Director: Michael Lotz	
Address: 410 N. 44th Street, Ste 700	
Phoenix, AZ 85008	
Director:	
Address:	15 0 T
	FINE ST
B. OFFICERS	LORING LO
President: Michael Ferverda	73
Address: 410 N. 44th Street, Ste 700	
Phoenix, AZ 85008	
Vice President:	
Address:	
Secretary: Brian S. Gillman	
Address: 410 N. 44th Street, Ste 700	
Treasurer: George Murnane III	
Address: Same as above	
NOTE: If necessary, you may attach an addendum to the application listing addition	
13. Signature of Director or Officer listed in number 12 of the one	aliantian
(Signature of Director or Officer listed in number 12 of the app 14. Brian S. Gillman - Secretary  (Typed or printed name and capacity of person signing applied	oncation)
(Typed or printed name and capacity of person signing applied	cation)

SECRETARY OF STATE





## CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, non-profit corporations, corporation soles, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **FREEDOM AIRLINES**, **INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since December 3, 2001, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on July 22, 2005.

DEAN HELLER Secretary of State

Certification Clerk

