

F08000002284

Florida Department of State  
Division of Corporations  
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\*RE-SUBMIT\*

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## FOREIGN PROFIT/NONPROFIT CORPORATION

Zoom Airlines Limited Inc.

Certificate of Status	1
Certified Copy	1
Page Count	056
Estimated Charge	\$87.50

DIVISION OF CORPORATION

08 MAY 20 PM 4: 54

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MAY 21 2008  
D.A. WHITE



May 16, 2008

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

CT CORPORATION SYSTEM

SUBJECT: ZOOM AIRLINES LIMITED INC.  
REF: W08000024560

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Becky McKnight  
Regulatory Specialist II  
New Filing Section

FAX Aud. #: H08000130653  
Letter Number: 508A00031299

**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. Zoom Airlines Limited Inc.**

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"  
"Inc.," "Co.," "Corp.," "Ltd.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

**2. United Kingdom**

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

**3.**

(FEI number, if applicable)

**4. July 29, 2005**

(Date of incorporation)

**5.**

**Perpetual**

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

**6.**

Upon Filing

(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

**7. Iain Steward Centre, Beehive Ring Rd, Gatwick Airport, West Sussex, RH6 0PB, UK**

(Principal office address)

**Iain Steward Centre, Beehive Ring Rd, Gatwick Airport, West Sussex, RH6 0PB, UK**

(Current mailing address)

**8. International airline operations.**

(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 NOT acceptable)**

Name: **CT Corporation System**

Office Address: **1200 South Pine Island Road**

**Plantation**

(City)

**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.*



(Registered agent's signature)

Mark Erickson  
Vice President and 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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2005 MAY 15 AM 10:02  
TAMPA  
FLORIDA  
SECRETARY OF STATE

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

A. DIRECTORS

Chairman: Mr. Hugh Boyle

Address: Iain Steward Centre, Beehive Ring Rd, Gatwick Airport, West Sussex, RH6 0PB, UK

Vice Chairman: N/A

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

Director: Managing Director: Mr. Jonathan Hinkles

Address: Iain Steward Centre, Beehive Ring Rd, Gatwick Airport, West Sussex, RH6 0PB, UK

Director: Mr. John Boyle

Address: Iain Steward Centre, Beehive Ring Rd, Gatwick Airport, West Sussex, RH6 0PB, UK

B. OFFICERS

President: Managing Director: Mr. Jonathan Hinkles

Address: Iain Steward Centre, Beehive Ring Rd, Gatwick Airport, West Sussex, RH6 0PB, UK

Vice President: N/A

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

Secretary: Head of Finance & Company Secretary: Mr. Marcus Manning

Address: Iain Steward Centre, Beehive Ring Rd, Gatwick Airport, West Sussex, RH6 0PB, UK

Treasurer: Mr. Marcus Manning

Address: Iain Steward Centre, Beehive Ring Rd, Gatwick Airport, West Sussex, RH6 0PB, UK

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

13. 7744

(Signature of Director or Officer listed in number 12 of the application)

14. Mr. Jonathan Hinkles, Managing Director

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



## THE COMPANIES ACT 1985

Company No. 288234

The Registrar of Companies for Scotland hereby certifies that

**ZOOM AIRLINES LIMITED** (originally called **MM&S (5000) LIMITED** which name was changed by special resolution on 5<sup>th</sup> August 2005 to **ZOOM AIRLINES LIMITED** was incorporated under the Companies Act 1985 as a limited company on 29<sup>th</sup> July 2005.

The Registrar further certifies that according to the documents on the file of the company:-

- a) **HUGH BOYLE, JOHN BOYLE and JONATHAN PAUL HINKLES** are the directors of the company,
- b) **MARCUS PHILIP MANNING** is the secretary of the company,
- c) the situation of the registered office is **91 MITCHELL STREET, STRATHCLYDE, GLASGOW,**
- d) the nominal share capital of the company is **£32,232** divided into **32,232** shares of **£1** each, of which **28,761** shares have been issued,
- e) **HUGH BOYLE, JOHN BOYLE, JONATHAN HINKLES, KRISTOPHER DOLINKI, IAN DODD, UBERIOR EQUITY LIMITED, THE HAMILTON PORTFOLIO PARTNERSHIP, DAVID CLEMENTS, TIM ATTLEY and STEVE MAYNES** are the shareholders of the company.

Given at Companies House, Cardiff the 1st May 2008

*R J Davies*

**R J DAVIES**

for the Registrar of Companies

Part 1 of 2



*This certificate records the result of a search of the information recorded and kept by the Registrar of Companies. This information is derived from documents sent by companies or their authorised representatives that are accepted in good faith without verification by the Registrar. Accordingly, the Registrar is not able to and does not warrant in any way the accuracy or completeness of the information searched.*

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



# THE COMPANIES ACT 1985

Company No. 288234

FILED

2008 MAY 15 AM 10:02

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The Registrar of Companies for Scotland hereby certifies that


According to the documents on the file of the company in the custody of the Registrar of Companies, the company has been in continuous and unbroken existence since the date of its incorporation.

No action is currently being taken by the Registrar of Companies for striking the company off the register and dissolving it as defunct, and as far as the Registrar is aware:-

- a) the company is not in liquidation or subject to an administration order, and
- b) no receiver or manager of the company's property has been appointed.

\*\*\*\*\*

Given at Companies House, Cardiff the 1st May 2008

  
**R J DAVIES**  
for the Registrar of Companies

Part 2 of 2

*This certificate records the result of a search of the information recorded and kept by the Registrar of Companies. This information is derived from documents sent by companies or their authorised representatives that are accepted in good faith without verification by the Registrar. Accordingly, the Registrar is not able to and does not warrant in any way the accuracy or completeness of the information searched.*

