

F15000004574

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

W15-62467

(Business Entity Name)

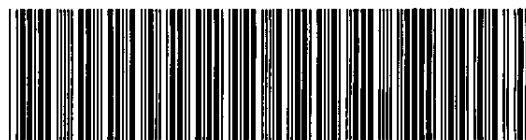
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TALLAHASSEE, FLORIDA

10/20/15--01014--023 **70.00

OCT 15 2015

N. CAUSSEAU

F15-4574

COVER LETTER

TO: Registration Section
Division of Corporations

Porter Airlines Inc.

SUBJECT: _____
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," or "Certificate of Good Standing" 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:

Gregory Sheahan

Name of Person

Porter Airlines Inc.

Firm/Company

Billy Bishop Toronto City Airport

Address

Toronto, Ontario M5V 1A1, Canada

City/State and Zip code

greg.sheahan@flyporter.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Gregory Sheahan

416

826-7258

at (_____) _____

Name of Person

Area Code

Daytime Telephone Number

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- | | | | |
|--|--|---|---|
| <input checked="" type="checkbox"/> \$70.00 Filing Fee | <input type="checkbox"/> \$78.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$78.75 Filing Fee &
Certified Copy | <input type="checkbox"/> \$87.50 Filing Fee,
Certificate of Status &
Certified Copy |
|--|--|---|---|



FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 21, 2015

GREGORY SHEAHAN, PORTER AIRLINES INC.
BILLY BISHOP TORONTO CITY AIRPORT
TORONTO
ONTARIO M5V 1A1, CANADA,

SUBJECT: PORTER AIRLINES INC
Ref. Number: W15000062467

We have received your document for PORTER AIRLINES INC and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Office policy prevents this office from processing the enclosed check(s). All checks processed by this office must be payable in U.S. dollars and drawn on a bank located in the United States.

The check for \$70.00 is being returned to you.

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) 245-6051.

Nanette Causseaux
Regulatory Specialist II Supervisor

Letter Number: 115A00019888

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Porter Airlines Inc.
Billy Bishop Toronto City Airport
Toronto, Ontario
Canada M5V 1A1

Tel: (416) 203-8100
Fax: (416) 203-8150
www.flyporter.com

October 13, 2015

VIA COURIER

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301
USA

Attention: Nanette Causseaux

Dear Ms. Causseaux,

**RE: Porter Airlines Inc. Application by Foreign Corporation to Transact
Business in Florida**

Further to your letter dated September 21, 2015, a copy of which is enclosed, please find enclosed our check in the amount of USD \$70.00 drawn on a U.S. bank.

Please do not hesitate to contact me at greg.sheahan@flyporter.com or 647-826-7258 should you require any additional information.

Yours very truly,



Greg Sheahan
General Counsel

**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.*

Porter Airlines Inc.

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

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

2. Ontario, Canada 3. 98-0549440
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. April 21, 2005 5. _____
(Date of incorporation) (Date of duration, if other than perpetual)

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

7. Billy Bishop Toronto City Airport, Toronto, Ontario M5V 1A1 Canada
(Principal office address)

(Current mailing address, if different)

8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

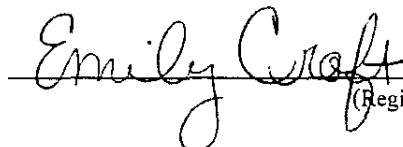
Tallahassee, Florida 32301
(City) (Zip code)

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TALLAHASSEE, FLORIDA

9. 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.

By: Emily Croft
Assistant VP



(Registered agent's signature)

10. 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.

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

A. DIRECTORS

Chairman: Don Carty
Address: 4660 Meadowood Road
Dallas, TX 75220

Vice Chairman: _____
Address: _____

Director: Aubrey Dan
Address: Dancap Private Equity Inc., 197 Sheppard Ave West
Toronto, Ontario M2N 1M9, Toronto, Ontario M5H 1J8

Director: Sam Duboc
Address: Edgestone Capital Partners, 145 King Street West, Suite 1000
Toronto, Ontario M5H 1J8, Canada

B. OFFICERS

President: Robert J. Deluce
Address: Porter Airlines Inc., Billy Bishop Toronto City Airport
Toronto, Ontario M5V 1A1, Canada

Vice President: Various, see addendum
Address: _____

Secretary: Robert Payne
Address: Porter Airlines Inc., Billy Bishop Toronto City Airport, Toronto, Ontario M5V 1A1, Canada

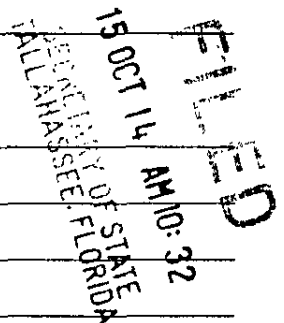
Treasurer: Robert Payne
Address: Porter Airlines Inc., Billy Bishop Toronto City Airport, Toronto, Ontario M5V 1A1, Canada

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

12. _____
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 11 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

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



**ADDENDUM TO APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA, SUBMITTED ON BEHALF OF PORTER AIRLINES INC.**

11. A. (Continued): ADDITIONAL DIRECTORS

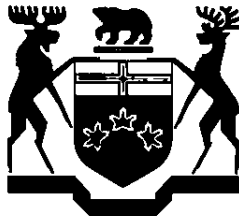
Director:	Stephen Marshall
Address:	Edgestone Capital Partners 145 King Street West Suite 1000 Toronto, Ontario M5H 1J8 Canada
Director:	Robert Deluce
Address:	Porter Airlines Inc. Billy Bishop Toronto City Airport Toronto, Ontario M5H 1J8 Canada
Director:	Colin Hunter Loudon
Address:	Oxford Properties Group Royal Bank Plaza North Tower 200 Bay Street, Suite 900 Toronto, ON M5J 2J2 Canada
Director:	David Wilkins
Address:	Nelson Mullins Riley & Scarborough LLP Poinsett Plaza, Suite 900 104 South Main Street, Greenville, SC 29601 USA
Director:	Blair Cowper-Smith
Address:	OMERS Administration Corporation One University Ave, Suite 400 Toronto, ON M5J 2P1 Canada

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TALLAHASSEE, FLORIDA

11. B. (Continued): ADDITIONAL OFFICERS

Executive Vice-President and Chief Commercial Officer:	R. Michael Deluce
Address:	Porter Airlines Inc. Billy Bishop Toronto City Airport Toronto, Ontario M5H 1J8 Canada
Executive Vice-President and Chief Financial Officer:	Jeffrey Brown
Address:	Porter Airlines Inc. Billy Bishop Toronto City Airport Toronto, Ontario M5H 1J8 Canada
Senior Vice-President and Chief Operating Officer:	Paul Moreira
Address:	Porter Airlines Inc. Billy Bishop Toronto City Airport Toronto, Ontario M5H 1J8 Canada
Senior Vice-President and Chief Marketing Officer:	Kevin Jackson
Address:	Porter Airlines Inc. Billy Bishop Toronto City Airport Toronto, Ontario M5H 1J8 Canada

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TALLAHASSEE, FLORIDA



Ontario

MINISTRY OF GOVERNMENT AND CONSUMER SERVICES

I HEREBY CERTIFY AS FOLLOWS:

RICHARD SALTER SUTIN

of the Province of Ontario, whose name is subscribed to the attached Instrument, was, at the time of subscribing thereto, a **NOTARY PUBLIC** in and for the Province of Ontario, Canada, duly commissioned and duly authorized by the laws thereof to administer oaths, to take affidavits and to certify the proof of deeds and other instruments in writing to be recorded within the said Province.

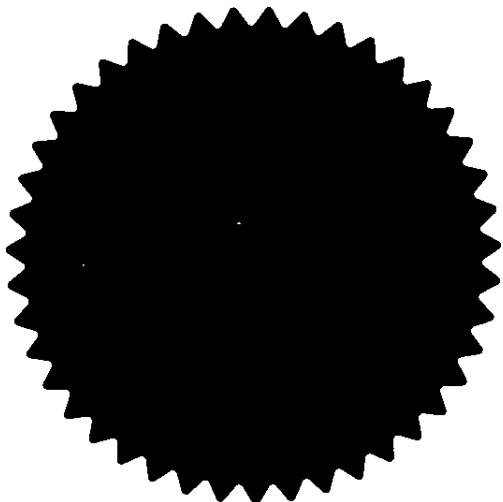
I FURTHER CERTIFY THAT I have compared the signature of the said **NOTARY PUBLIC** subscribed to the attached Instrument with the specimen signature of the said **NOTARY PUBLIC** filed in this office and verily believe the said signature to be genuine; and THAT I have compared the impression of the Seal of the said **NOTARY PUBLIC** appearing on the attached Instrument with the specimen of the Seal filed in this office and verily believe the impression of the Seal to be genuine.

IN TESTIMONY WHEREOF I have hereunto set my Hand and affixed the Seal of the Ministry of Government and Consumer Services of the Province of Ontario at the City of Toronto in the said Province this eleventh day of September, A.D. 2015.

Christina Netto

for the MINISTER OF GOVERNMENT AND CONSUMER SERVICES

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA




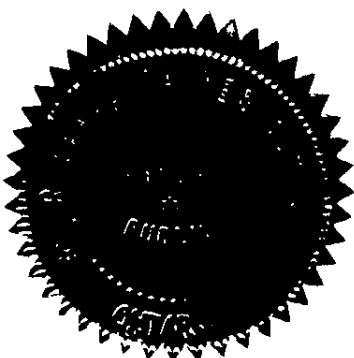
PROVINCE OF ONTARIO

TO WIT:

I, **RICHARD SALTER SUTIN**, of the City of Toronto, in the Province of Ontario, a notary public in and for the Province of Ontario by royal authority duly appointed, do certify that the paper writing hereto annexed is a true photostatic copy of a document produced and shown to me and purporting to be the **CERTIFICATE OF STATUS** issued to **PORTER AIRLINES INC.** under the laws of the Province of Ontario, dated August 31, 2015, the said copy having been compared by me with the said document obtain electronically from the Ministry of Government Services as Transaction ID: 58732147 as evidenced by the Time Report Produced at 14:21:20, an act whereof being requested I have granted the same under my notarial form and seal of office to serve and avail as occasion shall or may require.

IN TESTIMONY WHEREOF I have hereunto set my hand and affixed my notarial seal at the City of Toronto, this 9th day of September, 2015.


A Notary Public in and for the Province of
Ontario



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TALLAHASSEE, FLORIDA

Request ID: 018052505
Demande n° :
Transaction ID: 58732147
Transaction n° :
Category ID: CT
Catégorie :

Province of Ontario
Province de l'Ontario
Ministry of Government Services
Ministère des Services gouvernementaux

Date Report Produced: 2015/08/31
Document produit le :
Time Report Produced: 14:21:20
Imprimé à :

CERTIFICATE OF STATUS ATTESTATION DU STATUT JURIDIQUE

This is to certify that according to the records of the Ministry of Government Services

D'après les dossiers du Ministère des Services gouvernementaux, nous attestons que la société

PORTER AIRLINES INC.

Ontario Corporation Number

Numéro matricule de la société (Ontario)

0 0 2 0 7 0 3 6 9

is a corporation incorporated, amalgamated or continued under the laws of the Province of Ontario.

est une société constituée, prorogée ou née d'une fusion aux termes des lois de la Province de l'Ontario.

The corporation came into existence on

La société a été fondée le

APRIL 21 AVRIL, 2005

and has not been dissolved.

et n'est pas dissoute.

Dated

Fait le

AUGUST 31 AOÛT, 2015



Director
Directeur

The issuance of this certificate in electronic form is authorized by the Ministry of Government Services.

La délivrance du présent certificat sous forme électronique est autorisée par le Ministère des Services gouvernementaux.