

2/16/2018

Division of Corporations

F1800000826

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H18000054951 3)))



H180000549513ABCO

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)617-6383

From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (614)280-3338
Fax Number : (954)208-0845

RECEIVED

FEB 16 2018

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

**FOREIGN PROFIT/NONPROFIT CORPORATION
SOUTHERN AIR INC.**

Certificate of Status	1
Certified Copy	0
Page Count	05
Estimated Charge	\$78.75

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2018 FEB 16 P 1:33

FILED

Electronic Filing Menu

Corporate Filing Menu

Help

**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. Southern Air Inc.

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

Southern Air Inc. a DE Corporation

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

2. DE 3. 31,164,218
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 3/10/1999 5. Perpetual
(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. 7310 Turfway Road, Suite 400, Florence, KY 41042
(Principal office address)

2000 Westchester Avenue, Purchase, NY 10577
(Current mailing address, if different)

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

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation Florida 33324
(City) (Zip code)

9. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation in 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

By: Michael Scraphin Michael Scraphin Asst. Secretary
(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.

FILED
2018 FEB 16 P 1:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

✓Chairman: William J. Flynn
 Address: 2000 Westchester Ave. Purchase, NY 10577

✓Vice Chairman: John Dietrich
 Address: 2000 Westchester Ave. Purchase, NY 10577

✓Director: Michael Steen
 Address: 2000 Westchester Ave. Purchase, NY 10577

✓Director: Adam R. Kokas
 Address: 2000 Westchester Ave. Purchase, NY 10577

B. OFFICERS

✓President: John Dietrich
 Address: 2000 Westchester Ave. Purchase, NY 10577

✓Vice President: James A. Forbes COO
 Address: 2000 Westchester Ave. Purchase, NY 10577

✓Secretary: Adam R. Kokas
 Address: 2000 Westchester Ave. Purchase, NY 10577

✓Treasurer: Edward McGarvey
 Address: 2000 Westchester Ave. Purchase, NY 10577

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

12. Scott Roper
 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. Scott Roper VP of Taxation
 (Typed or printed name and capacity of person signing application)

FILED
 2018 FEB 16 P 1:33
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

Southern Air Inc.

Board of Directors

✓William J. Flynn
✓John Dietrich
✓Michael Steen
✓Adam R. Kokas
✓Spencer Schwartz

Officers

John Dietrich	✓Chief Executive Officer & President
✓Jim Forbes	Senior Vice President & Chief Operating Officer
✓Ed Jung	Vice President, Supply Technology
✓Edward McGarvey	✓Vice President & Treasurer
✓Adam R. Kokas	✓Executive Vice President, General Counsel & Secretary
✓Jeff Carlson	Senior Vice President, Flight Operations
✓Larry Gibbons	Senior Vice President, Procurement
✓Mark Berner	Vice President, Safety, Security & Compliance
✓Bob Kiss	Vice President, Ground Operations
✓Scott Roper	Vice President of Taxation
✓Kevin Sarrube	Vice President, System Operations
✓Wendy Shapiro	Controller
✓Gary Wade	Vice President, Security
✓Michael Borkowski	Assistant Secretary
✓Steve Turner	Director, Operations (not considered an officer)

Business Address for All:

2000 Westchester Avenue, Purchase, NY 10577

FILED
2018 FEB 16 P 1:33
SECRETARY OF STATE
TALLAHASSEE, FL 32310

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SOUTHERN AIR 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 SIXTEENTH DAY OF FEBRUARY, A.D. 2018.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

FILED
2018 FEB 16 P 1:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



3014596 8300

SR# 20181067057

You may verify this certificate online at cora.delaware.gov/eutower.shtml

Handwritten signature of Jeffrey W. Bullock in black ink.
Jeffrey W. Bullock, Secretary of State

Authentication: 202165501

Date: 02-16-18