

F9500000 1078

TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

1078-1708

RECEIVED
DIVISION OF CORPORATIONS

SUBJECT: AEROTRACE INC.
(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", 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:

BRIAN. E. BARRY
(Name of Person)
AEROTRACE INC.
(Firm/Company)
1802 SCHUMANN DR.
(Address)
SEBASTIAN FL 32958
(City, State and Zip Code)

if

RECEIVED
DIVISION OF CORPORATIONS
SEP 11 1988
P. O. BOX 6327
TALLAHASSEE, FL 32314

Should you need to call someone concerning this matter, please call:

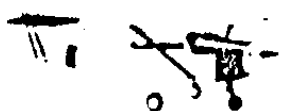
ANN BARRY at (407) 388-1177
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



AEROTRACE, INC.

Shipping Address
4901 US Hwy 1, Suite M
Aero Beach FL 32967
Phone 407 363 2638

Mailing Address
100 Abeto Terrace
Sebastian FL 32958
Phone/Fax 407 888-1177

Secretary of State,
Florida Dept. of State,
Division of Corporations,
P.O. Box 6327
Tallahassee, FL 32314.

Dear Sirs,

Subject: Aerotrace Inc. Ref. NO. W95000001708

Your letter of January 25th, 1995, refers.

This corporation did not commence business per se, in terms of Florida Statute 607.1501. We in fact, as of this date, have not yet begun to trade as we intend.

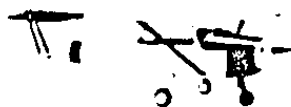
Erection of hangars and clearing of real estate will commence shortly. In the circumstances, I would like to amend item '6' on the application form to read February 1995.

With this in view, I enclose an affidavit requesting revision of the dates as above.

Very truly yours,

Brian E. Barry.
President.

FILED STATE
DIVISION OF CORPORATIONS
JAN 27 1995
SEBASTIAN FL 32958
95 JAN 27 PM 1:03



AEROTRACE, INC.

Shipping Address
1901 US Hwy 1, Suite M
Aero Beach, FL 32909
Phone: 407-563-2638

Mailing Address
166 Abeto Terrace
Sebastian, FL 32958
Phone/Fax: 407-488-1177

AFFIDAVIT.

I, Brian E. Barry, being the President of the Corporation, AeroTrace Inc., and the officer who signed and completed the application by Foreign Corporation, for authorization to transact business in Florida, do hereby swear that the date in item '6' i.e. October 1994 is incorrect and should read, February 1995.

Please make the appropriate amendment.

SIGNED:

Brian E. Barry.
President.

NOTORIZED AS UNDER:

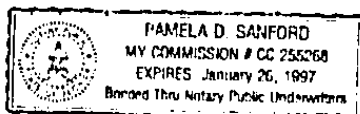
State of FLORIDA County of INDIAN RIVER

Subscribed and sworn to before me on this 31 day of March, 1995, by BRIAN E. BARRY

My commission expires on 3/31/95

Notary Public PAMELA D. SANFORD

PAMELA D. SANFORD
Notary Signature Print Notary Name



95 MAR -7 PM 1:03
COUNTY OF INDIAN RIVER
STATE OF FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 25, 1995

BRIAN E. BARRY
AEROTRACE INC.
1002 SCHUMANN DR.
SEBASTIAN, FL 32958

SUBJECT: AEROTRACE INC.
Ref. Number: W95003001708

We have received your document for AEROTRACE INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 607.1502(4) or 617.1502(4), Florida Statutes, requires this office to collect a \$500 penalty fee for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the corporation qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$700.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (904) 487-6093.

Freta Lott
Corporate Specialist Supervisor

Letter Number: 395A00003087

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:

1. AEROTRACE INCORPORATED
(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 3. 65-0521197
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 6.15.94 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. OCTOBER 1994.
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.)
7. 1002 SCHUMANN DR.
SEBASTIAN FL. 32958.
(Current mailing address)
8. REBUILDING & REFURBISHING OF AIRCRAFT
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:
Name: BRIAN E. BARRY
Office Address: 1002 SCHUMANN DR.
SEBASTIAN, Florida, 32958
(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.

[Signature]
(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.

A. DIRECTORS

Chairman: _____
Address: _____

Vice Chairman: _____
Address: _____

Director: _____
Address: _____

Director: _____
Address: _____


B. OFFICERS

President: BRIAN E. BARRY
Address: 1002 SCHUMANN DR.
SEBASTIAN FL. 32958
Vice President: ANNA MARIE BARRY
Address: 1002 SCHUMANN DR
SEBASTIAN FL 32958
Secretary: _____
Address: _____

Treasurer: _____
Address: _____

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

13.

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

14.

BRIAN E. BARRY
(Typed or printed name and capacity of person signing application)

FILED
CLERK OF STATE
CORPORATIONS
95 MAR -7 PM 1:03

State of Delaware
Office of the Secretary of State

FILED
SECRETARY OF STATE
CLERK OF COURTS
95 MAR -7 PM 1:08



Edward J. Burt

Edward J. Burt, Secretary of State

AUTHENTICATION

DATE