

1201 HAYS STREET
TALLAHASSEE, FL 32301

800-142-8086



F95000004172

ACCOUNT NO. : 072100000032

REFERENCE : 668777 161213A

AUTHORIZATION : *Patricia Pujate*

COST LIMIT : \$ 78.75

ORDER DATE : August 24, 1995

ORDER TIME : 3:31 PM

ORDER NO. : 668777

CUSTOMER NO: 161213A

CUSTOMER: Mr. Odilio M. Diaz
Aerotec Usa, Inc.
Suite 125
2400 East Las Olas Boulevard
Fort Lauderdale, FL 33301

100001570131

W75-17237

FOREIGN FILINGS

NAME: AEROTEC USA, INC.

XX PROFIT
 NON-PROFIT

XX CORPORATE
 LIMITED PARTNERSHIP

XX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

RECEIVED

95 AUG 29 PM 1:15

AMERICAN OVERSIGHT DIVISION

95 AUG 29 PM 2:55
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

*Name conflict
28546*

RESOLUTION OF BOARD OF DIRECTORS

05 AUG 29 PM 1:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDAAPPROVED
AND
FILED

I, the undersigned A Bruce Chuber, do hereby certify
that this Resolution of the Board of Directors of AEROTEC USA, INC.,
a corporation duly organized and existing under the laws of the State of Delaware,
was duly adopted on August 28, 1995.

Resolved, that AEROTEC USA, INC., organized
and existing in the State of Delaware, hereby adopts the
name AEROTEC USA, INC. of Delaware for use in Florida.

Dated: August 28, 1995

A Bruce Chuber
Signature of at least one director
A. Bruce Chuber,
President

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. AEROTEC USA, INC.
(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. N/A
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 6-23-95 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon filing
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.153, F.S.))
7. 2400 E. LAS OLAS Blvd. Suite 125
Ft. Lauderdale, FL 33301
(Current mailing address)
8. Aviation Marketing and Sales
(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: CORPORATION SERVICE COMPANY
Office Address: 1201 Hayes Street
Tallahassee, Florida, 32301
(Zip Code)

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SECRETARY OF STATE
95 AUG 29 PM 2:55

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.

Laura E. Dwyer, as agent for Corporation Service
(Registered agent's signature) Company

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: Wergen Nappe
Address: FLUGPLATZ ROTHENBURG, FRIEDENSTR. 113
02429 ROTHENBURG/CL, GERMANY
Vice Chairman: Josef Tabejchen
Address: FLUGPLATZ ROTHENBURG, FRIEDENSTR. 113
02429 ROTHENBURG/CL, GERMANY
Director: A. BRUCE CHUBER
Address: 2400 E. LAS OLAS BLVD. SUITE 125
FT. LAUDERDALE, FL. 33301
Director: NEWTON BERWIG
Address: 2400 E. LAS OLAS BLVD. SUITE 125
FT. LAUDERDALE, FL. 33301

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B. OFFICERS

President: A. BRUCE CHUBER
Address: 2400 E. LAS OLAS BLVD SUITE 125
FT. LAUDERDALE, FL. 33301
Vice President: Newton U. BERWIG
Address: 2400 E. LAS OLAS BLVD, SUITE 125
FT. LAUDERDALE, FL. 33301
Secretary: Odilio M. DIAZ
Address: 2400 E. LAS OLAS BLVD. Suite 125
Treasurer: Odilio M. DIAZ
Address: FT. LAUDERDALE FT. 33301

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

13. August B. Chuber
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. AUGUST B. CHUBER
(Typed or printed name and capacity of person signing application)

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AEROTEC USA, 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 THIRTEENTH DAY OF JULY, A.D. 1995.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUL 29 PM 2:55



Edward J. Freel

Edward J. Freel, Secretary of State

2518830 8300

AUTHENTICATION: 7572644

250154247

DATE: 07-13-95

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0111 FAX

800-342-8086



F95000004172

ACCOUNT NO. : 072100000032

REFERENCE : 684898 161213A

AUTHORIZATION :

Patricia Pyjett

COST LIMIT : \$ 35.00

ORDER DATE : September 15, 1995

ORDER TIME : 3:51 PM

100001586781

ORDER NO. : 684898

CUSTOMER NO: 161213A

CUSTOMER: Mr. Odilio M. Diaz
Aerotec Usa, Inc.
Suite 125
2400 East Las Olas Boulevard
Fort Lauderdale, FL 33301

DOMESTIC AMENDMENT FILING

NAME: AEROTEC INC USA OF DELAWARE,

XX AFFIDAVIT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS:

FILED
95 SEP 21 PM 2:38
SECRETARY OF STATE
TALLAHASSEE FLORIDA

9/24

98x
Director
Affidavit



FLORIDA DEPARTMENT OF STATE

Sandra B. Morham
Secretary of State

September 18, 1995

CSC NETWORKS
LORI
TALLAHASSEE, FL

SUBJECT: AEROTEC USA, INC. OF DELAWARE
Ref. Number: F95000004172

*Resubmit
9/21*

We have received your document for AEROTEC USA, INC. OF DELAWARE and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

✓ The current name of the entity is as referenced above. Please correct your document accordingly.

~~✗~~ The document must contain an address for the new director.

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 (904) 487-6957.

Joy Moon-French
Corporate Specialist

Letter Number: 795A00042735

** Still need*

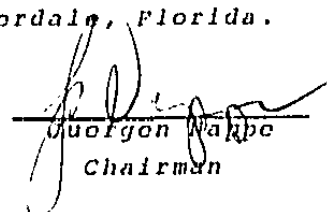
95
SEP 21 1995

FILED
95 SEP 21 PM 2:38
SECRETARY OF STATE
TALLAHASSEE FLORIDA

AFFIDAVIT

I, the undersigned Juergen Nappo, Chairman of
the Board of AEROTEC USA, INC. OF DELAWARE,
declare that the Board of Directors has voted
to add John Kolso as a member of the Board,
effective this date. John Kolso, Director, Suite 125,
2400 East Las Olas Blvd., Ft. Lauderdale, FL 33301.

Signed and Sworn to this 6th day
of September 1995, at the Corporate
Offices in Ft. Lauderdale, Florida.


Juergen Nappo
Chairman



OFFICIAL SEAL
OTTO N. ESPINO
My Commission Expires
April 22, 1996
Comm. No. CC 195755



F95000004172

July 24, 1957

Dear Sirs,
Enclosed is my
Resignation Form with the
required \$35.00 filing fee.

Please send filing
receipt/receipt to me in
the enclosed stamped self-
addressed envelope

Thank you

Cordially,
O. D. H. W.

800002249308--6
-07/28/97-01109--025
*****35.00 *****35.00

97 JUL 28 PM 1:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

SW
8/4

Off. Resign.

Florida Department of State, Sandra B. Mortham, Secretary of State

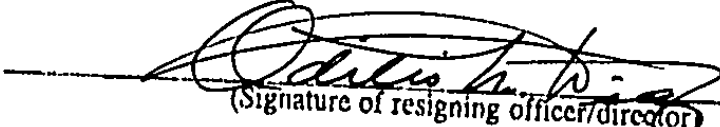
OFFICER / DIRECTOR RESIGNATION

FILED
97 JUL 28 PM 1:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, ODILIO M. DIAZ, hereby resign as SECRETARY/TREASURER
(Title)
of AEROTECH USA, INC., OF DELAWARE
(Name of Corporation)

a corporation organized under the laws of the State of DELAWARE

That the corporation has been notified in writing of the resignation.


(Signature of resigning officer/director)

ODILIO M. DIAZ
736 ANASTASIA AVE.
CORAL GABLES, FL 33134

Tel. (305) 4466673