

Department Number Only
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CT CORPORATION BYTES
Requester's Name
600 East Jefferson Street
Address
Tallahassee, FL 32301 222-1092
City State Zip Phone
CORPORATION(S) NAME

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Air South Airlines, Inc

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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. All North Atlantic, Inc.
(Name of corporation must include the word "INCORPORATED", "COMPANY", "CORPORATION", or words of
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. 16-3880681
(State or country under the law of which it is incorporated) (F.E.I. number, if applicable)

4. December 29, 1985 5. Perpetual
(Date of incorporation) (Duration Year corp will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida (See sections 607.1501, 607.1502, and 617.156, F.S.))

7. P.O. Box 11129, Columbia, South Carolina 29211
(Current mailing address)

8. The corporation will carry on a business of scheduled air transportation.
(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 C T Corporation System
Office Address: c/o C T Corporation System, 1200 South Pine
Island Road
Plantation, Florida, 33124
(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System

Mary R Adams
(Registered agent's signature) (Officer)

Mary R Adams, Atty. Secy
(Type Name and Title of Officer)

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: CITTON D. HALEY

Address: 1800 BL. JULIAN PLAZA

COLUMBIA, SOUTH CAROLINA 29204

Vice Chairman: _____

Address: _____

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

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CORPORATE RECORDS
DEPARTMENT OF STATE
MAY 11 1989

Directors of Air South Airlines, Inc.

1. Clifton G. Haley
1800 St. Julian Place
Columbia, South Carolina 29204
2. Roden A. Brandt
1800 St. Julian Place
Columbia, South Carolina 29204
3. Thomas J. Volz
1800 St. Julian Place
Columbia, South Carolina 29204
4. Donald Baker
1800 St. Julian Place
Columbia, South Carolina 29204
5. Paul Gillcrist
1800 St. Julian Place
Columbia, South Carolina 29204
6. William R. Hambrecht
1800 St. Julian Place
Columbia, South Carolina 29204
7. Rod Marlin
1800 St. Julian Place
Columbia, South Carolina 29204
8. Patrick J. O'Shea
1800 St. Julian Place
Columbia, South Carolina 29204
9. Harold C. Stowe
1800 St. Julian Place
Columbia, South Carolina 29204
10. Samuel A. Woodward
1800 St. Julian Place
Columbia, South Carolina 29204
11. Susie H. VanHuss
1800 St. Julian Place
Columbia, South Carolina 29204

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Officers of Air South Airlines, Inc.

1. Clifton G. Haley, CEO
1800 St. Julian Place
Columbia, South Carolina 29204
2. Roden A. Brandt, President & Chief Operating Offc.
1800 St. Julian Place
Columbia, South Carolina 29204
3. Tamra F. Behles, Vice President
1800 St. Julian Place
Columbia, South Carolina 29204
4. Dennis B. Crosby, Vice President
1800 St. Julian Place
Columbia, South Carolina 29204
5. George A. McConnaughey, Vice President and CFO
1800 St. Julian Place
Columbia, South Carolina 29204
6. David Y. Monteith, General Counsel & Secretary
1800 St. Julian Place
Columbia, South Carolina 29204
7. Lendon C. Tootle, Vice President
1800 St. Julian Place
Columbia, South Carolina 29204
8. Thomas J. Volz, Vice President
1800 St. Julian Place
Columbia, South Carolina 29204

Treasurer _____

Address _____

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

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

14. Ruben A. Brandt, President _____
(Typed or printed name and capacity of person signing application)

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STATE OF FLORIDA
DEPARTMENT OF REVENUE

State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AIR SOUTH AIRLINES, 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 ELEVENTH DAY OF MARCH, A.D. 1996.

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

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MAR 11 1996
SECRETARY OF STATE
DELAWARE



Edward J. Freel
Edward J. Freel, Secretary of State

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AUTHENTICATION

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1996

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