

F980000000893

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: PERFORMANCE AIRCRAFT SERVICES INC.
(Name of corporation - must include suffix)

600002357546--1
-11/26/97--01022--005
*****70.00 *****70.00

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:

Susan Jones W97-26668
(Name of Person) 600002357546--1
PERFORMANCE AIRCRAFT SERVICES INC. -02/19/98--01018--004
(Firm/Company) ***1365.00 ***1365.00
PO Box 612168
(Address)
DALLAS, TX 75261
(City/State/Zip)

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

Susan Jones at (972) 574-4250
(Name of Person) (Area Code & Daytime Telephone Number)

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DIVISION OF CORPORATIONS

COURIER ADDRESS:

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

MAILING ADDRESS:

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



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

November 26, 1997

SUSAN JONES
PERFORMANCE AIRCRAFT SERVICES
PO BOX 612168
DALLAS, TX 75261

SUBJECT: PERFORMANCE AIRCRAFT SERVICES, INC.
Ref. Number: W97000026668

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We have received your document for PERFORMANCE AIRCRAFT SERVICES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A brief description of the entity's nature of business must be included in the document.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 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 entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$2365.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business 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 in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 797A00056538

PERFORMANCE

AIRCRAFT FUEL SYSTEMS SPECIALISTS

State of Florida
Department of State
PO Box 6327
Tallahassee, FL 32314

Attn: Corporation Division

December 31, 1997

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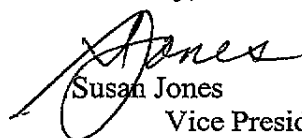
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Enclosed is check for fees and penalties with respect to authorization to do business in Florida. We ask your consideration in reducing this penalty as circumstances affecting our business since 1995 were very much out of control. We are a small privately owned business started in Arkansas as a single state operation in 1994, and whose first operations in Florida began unanticipated at the end of 1995 as a very short time assignment. The business our company performed in Florida was expected to be on a temporary basis for a very short time, at the request of a new Georgia-based customer who had been receiving aircraft maintenance in several facilities around the country and had not planned extended services in Florida. The primary customer for our Company who had been supporting our business in Arkansas had announced cancellation of our contract (which had been 95% of our business) and it looked like we would be out of business by the end of the year with a sizeable loss.

As a small company, I was the entire accounting, legal department. I was out of the office for several months between October 1995 and February 1996 for maternity leave and complications which caused a tremendous back log in most of the accounting and filings. We hired several contract accountants and even a CPA to maintain the records and reconcile our bank accounts only to have an even worse mess than had we done nothing! To add to the backlog, we were forced to suddenly move our offices to Dallas when our Arkansas customer canceled our contract and asked us to vacate our offices at their facility. It took until only recently as we are settled in Texas, to get records sufficiently caught up to determine any deficiencies that might exist.

We ask your consideration of our circumstances as well as a small company who has tried to meet whatever obligations for taxes and fees that we can possibly figure and who have relied on outside legal advice which apparently was deficient. We have always made every effort humanly possible to meet our obligations and were not aware of this requirement until receiving your letter in 1997. We had been filing quarterly wage reports with the State since 1995 and assumed this was satisfying any requirements there might be - or someone would have informed us sooner. Again, our sincere apologies for any oversight.

Sincerely,


Susan Jones
Vice President

P.O. BOX 612168
DFW AIRPORT, TX 75261-2168
(972) 574-4250
(972) 574-4248 FAX

WHEN QUALITY & TIME IS OF THE ESSENCE,
RELY ON PERFORMANCE.

FAA Repair Station #P8FR496J



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 23, 1998

SUSAN JONES
PERFORMANCE AIRCRAFT SERVICES
PO BOX 612168
DALLAS, TX 75261

SUBJECT: PERFORMANCE AIRCRAFT SERVICES, INC.
Ref. Number: W97000026668

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This letter is in response to the application by foreign corporation for authorization to transact business in Florida that was previously submitted to this office for PERFORMANCE AIRCRAFT SERVICES, INC..

The referenced application states that the corporation has transacted business in the State of Florida since September 1, 1995. You were notified by letter dated November 26, 1997, that because of failure to obtain a certificate of authority prior to transacting business in the State of Florida, the corporation is liable for \$2365.00 in appropriate fees and penalties as set forth in Section 607.1502(4), Florida Statutes, (copy enclosed).

Until a response is received by this office concerning the prior notification, the application by foreign corporation for authorization to transact business in Florida will not be processed. If erroneous information was reflected on the previously submitted application, a sworn affidavit may be filed stating the correct date the corporation first transacted business in Florida, that the corporation did not transact business in Florida prior to the application filing year and that the information entered on such application is incorrect. Any such affidavit will be included with your original qualification documents.

Please provide your response to this letter within 30 days to avoid the necessity of further action.

If you have further questions concerning the filing of your document, please telephone the Foreign Qualification/Tax Lien Section at (850) 487-6091.

Jennifer Sindt
Document Examiner

Letter No. 298A00003855

Enclosure

RECEIVED

JAN 30 1998

Office of General Counsel
Department of State

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
OFFICE OF THE GENERAL COUNSEL

F A C S I M I L E T R A N S M I T T A L

TO FAX NUMBER:972-574-4249

Please deliver the following pages to:

NAME:Susan Jones

COMPANY:Performance Aircraft Services

CITY/STATE:Dallas, Texas

SENDER: Gerard T. York, Esq.,
 Assistant General Counsel

DATE/TIME: 02/02/98 2:43 PM

NUMBER OF PAGES (including transmittal sheet):2

FROM FAX: 850/922-5763 (Suncom 292-5763)

COMMENTS: This is to confirm our conversation of this date wherein we have agreed to settle the issue of foreign non-qualified penalties and annual report fees due from Performance for the sum of \$1365, reflecting annual report fees from 1995 in the amount of \$365, and \$1000 in penalties for the same period assessed at the statutory minimum of \$500 per year.

Upon receipt of a check in that amount payable to the Department of State, Division of Corporations, I will instruct the Division of Corporations to issue Performance a Certificate of Authority to transact business in Florida. Please mail the check to this

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**attorney at: Office of General Counsel, LL-10, The Capitol, Tallahassee, Florida
323990250.**

Please do not hesitate to contact me should you have any questions.

If there are any problems in receiving this transmission, call Sherry at 850/414-5536 or Suncom 994-5536.

LL-10 • THE CAPITOL • TALLAHASSEE, FLORIDA 32399-0250

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Department of State

Memorandum Office of the General Counsel

TO: File

FROM: Gerard York, Assistant General Counsel

DATE: February 13, 1998

RE: Performance Aircraft Services, Inc.,

Based on my review of the file and the payments received from the corporation, it is my recommendation that this file be closed. Corporation has paid outstanding report fees from 1995 of \$365.00 and foreign non-qualified penalties of \$ 1000.00 assessed at the statutory minimum of \$500.00 per year. Corporation wishes to be qualified to do business in the State of Florida. Accordingly, it is recommended corporation be issued a certificate of authority.

/gtv

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98 FEB 16 AM 9:43

sent previously with \$70⁰⁰ check cert of existence

**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. PERFORMANCE AIRCRAFT SERVICES, 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. VIRGINIA
(State or country under the law of which it is incorporated)
3. 75-2509425
(FEI number, if applicable)
4. November 9, 1993
(Date of incorporation)
5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
6. September 1995
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. PO Box 612168
Dallas, Tx 75261
(Current mailing address)
8. Conduct business of Aviation Maintenance for Profit
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
Name: David M. McDonald
Office Address: 1393 S.W. First Street, #200
MIAMI, Florida, 33135-2386
(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.

David M. McDonald
(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: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: Robert D. Jones

Address: 2808 South Shore Drive
Grapevine, Tx 76051

Vice Chairman: _____

Address: _____

Director: Susan Jones

Address: 2808 South Shore Drive
Grapevine, Tx 76051

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Robert P. Jones

Address: 2808 South Shore Drive
Grapevine, Tx 76051

Vice President: Susan Jones

Address: 2808 South Shore Drive
Grapevine, Tx 76051

Secretary: Susan Jones

Address: same

Vice President: Kenneth W. Griffin

Treasurer: 8501 Navigation Drive
Rowlett, Tx 75088

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

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

14. Susan Jones, VP/Secretary
(Typed or printed name and capacity of person signing application)

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Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

PERFORMANCE AIRCRAFT SERVICES, INC. is a corporation existing under and by virtue of the laws of Virginia, and is in good standing.

The date of incorporation is November 09, 1993.

Nothing more is hereby certified.

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Signed and Sealed at Richmond
on this Date: July 11, 1997

William J. Bridge
William J. Bridge, Clerk of the Commission