

Florida Department of State
Division of Corporations
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Email Address: afuria@shutts.com

MERGER OR SHARE EXCHANGE
KALES AIRLINE SERVICES, LLC

Certificate of Status	1
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TALLAHASSEE, FLORIDA

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Articles of Merger
For
Florida Limited Liability Company

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following Articles of Merger is submitted to merge the following Florida Limited Liability Company(ies) in accordance with s. 605.1025, Florida Statutes.

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Kales Airline Services, LLC	State of New York	Limited Liability Company

SECOND: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Kales Airline Services, LLC	State of Florida	Limited Liability Company

THIRD: The merger was approved by each domestic merging entity that is a limited liability company in accordance with ss. 605.1021-605.1026; by each other merging entity in accordance with the laws of its jurisdiction; and by each member of such limited liability company who as a result of the merger will have interest holder liability under s. 605.1023(1)(b).

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FOURTH: Please check one of the boxes that apply to surviving entity: (if applicable)

- ☐ This entity exists before the merger and is a domestic filing entity, the amendment, if any to its public organic record are attached.
- ☒ This entity is created by the merger and is a domestic filing entity, the public organic record is attached.
- ☐ This entity is created by the merger and is a domestic limited liability limited partnership or a domestic limited liability partnership, its statement of qualification is attached.
- ☐ This entity is a foreign entity that does not have a certificate of authority to transact business in this state. The mailing address to which the department may send any process served pursuant to s. 605.0117 and Chapter 48, Florida Statutes is:
- _____
- _____
- _____

FIFTH: This entity agrees to pay any members with appraisal rights the amount, to which members are entitled under ss.605.1006 and 605.1061-605.1072, F.S.

SIXTH: If other than the date of filing, the delayed effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State:

N/A

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

SEVENTH: Signature(s) for Each Party:

Name of Entity/Organization:

Signature(s)

Typed or Printed
Name of Individual

Kales Airline Services, LLC, a New York LLC

By Claude Bijaoui

Kales Airline Services, LLC, a Florida LLC

By Claude Bijaoui

Corporations:

Chairman, Vice Chairman, President or Officer
(If no directors selected, signature of incorporator.)

General partnerships:

Signature of a general partner or authorized person

Florida Limited Partnerships:

Signatures of all general partners

Non-Florida Limited Partnerships:

Signature of a general partner

Limited Liability Companies:

Signature of an authorized person

Fees: For each Limited Liability Company:

\$25.00

For each Corporation:

\$35.00

For each Limited Partnership:

\$52.50

For each General Partnership:

\$25.00

For each Other Business Entity:

\$25.00

Certified Copy (optional):

\$30.00

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**ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I - NAME

The name of the Limited Liability Company is:

KALES AIRLINE SERVICES, LLC

ARTICLE II - ADDRESS

The street and mailing addresses of the principal office of the Limited Liability Company are:

5600 NW 36th Street
Building #845 / 100, Suite #100
Miami, FL 33166

Mailing Address:
P. O. Box 522277
Miami, FL 33152-2277

ARTICLE III- REGISTERED AGENT AND OFFICE

The name and Florida street address of the initial registered agent of the Limited Liability Company are:

Corporation Company of Miami
201 South Biscayne Boulevard
Suite 1600 (A4F)
Miami, Florida 33131

ARTICLE IV - MANAGEMENT

The Limited Liability Company shall be managed by one or more managers (who shall be designated "Manager(s)") and is, therefore, a manager-managed company within the meaning of Section 605.0407, Florida Statutes. The rights, duties and obligations of the Manager(s) and the member(s) of the Limited Liability Company shall be as set forth in writing in the agreement(s) of the member(s). The following individual is hereby appointed as the initial manager to hold such position until his successor is appointed by the Member and has qualified, or until his earlier death, resignation, or removal:

**Claude Bijaoui
Pierre Brunet**

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IN WITNESS WHEREOF, the undersigned has signed these Articles of Organization this 28th day of September, 2015.

By:


Arthur J. Furia, Authorized Representative

(As set forth in Section 605.0205(3), Florida Statutes, the execution of this document constitutes an affirmation under penalty of perjury that the information stated herein is accurate.)

REGISTERED AGENT ACCEPTANCE

Having been named as registered agent and to accept service of process for **KALES AIRLINE SERVICES, LLC** at the address designated in these articles of organization pursuant to the provisions of Section 605.0113, Florida Statutes, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 605, Florida Statutes.

Date: September 28, 2015.

CORPORATION COMPANY OF MIAMI,
a Florida corporation

By:


Timothy J. Murphy, Vice President