

M19 0000 10193

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

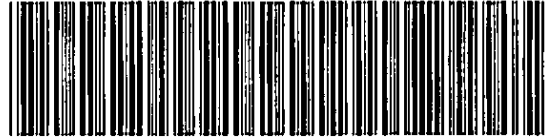
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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SECRETARY OF STATE  
TALLAHASSEE, FL

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# COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** AEROGUARD FLIGHT TRAINING CENTER, LLC  
\_\_\_\_\_  
Name of Foreign Limited Liability Company

Dear Sir or Madam:

The enclosed application, certificate and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

HANNA HERNDON  
\_\_\_\_\_  
Name of Person

SPENCER FANE LLP  
\_\_\_\_\_  
Firm/Company

1000 WALNUT STREET, SUITE 1400  
\_\_\_\_\_  
Address

KANSAS CITY, MO 64106  
\_\_\_\_\_  
City/State and Zip Code

ATHENNIANKC@SPENCERFANE.COM  
\_\_\_\_\_  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

HANNA HERNDON at (816) 2928831  
\_\_\_\_\_  
Name of Person Area Code & Daytime Telephone Number

**Mailing Address:**  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**  
Registration Section  
Division of Corporations  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

**Enclosed is a check for the following amount:**

- \$25 Filing Fee     \$30 Filing Fee & Certificate of Status     \$55 Filing Fee & Certified Copy     \$60 Filing Fee, Certificate of Status & Certified Copy

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE  
AMENDMENT TO CERTIFICATE OF AUTHORITY TO TRANSACT  
BUSINESS IN FLORIDA**

**SECTION I (1-4 must be completed)**

1. Name of limited liability Company as it appears on the records of the Florida Department of

State: AEROGUARD FLIGHT TRAINING CENTER, LLC

Enter new principal office address, if applicable: \_\_\_\_\_

530 W Deer Valley Rd Ste 400, PHOENIX, AZ, 85027

**(Principal office address  
MUST BE A STREET ADDRESS)**

Enter new mailing address, if applicable: \_\_\_\_\_

530 W Deer Valley Rd Ste 400, PHOENIX, AZ, 85027

**(Mailing address  
MAY BE A POST OFFICE BOX)**

2. The Florida document number of this limited liability company is: M19000010193

3. Jurisdiction of its organization: Texas

4. Date authorized to do business in Florida: 10/14/2019

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TALLAHASSEE, FL

**FILED**

**SECTION II (5-9 complete only the applicable changes)**

5. New name of the limited liability company: Bird Acquisition LLC  
(must contain "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must contain "Limited Liability Company," "L.L.C." or "LLC.")

6. If amending the registered agent and/or registered officer address on our records, enter the name of the new registered agent and/or the new registered office address here:

Name of New Registered Agent: \_\_\_\_\_

New Registered Office Address: \_\_\_\_\_

*Enter Florida Street Address*

\_\_\_\_\_, Florida \_\_\_\_\_  
City Zip Code

New Registered Agent's Signature, if changing Registered Agent:

*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 as provided for in Chapter 605, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.*

\_\_\_\_\_  
If Changing Registered Agent, Signature of New Registered Agent

7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

Delaware

8. If the amendment changes person, title or capacity in accordance with 605.0902 (1)(c), indicate that change:

<u>Title/ Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
MGR	Adrian Brown	201 Stearman Drive	<input type="checkbox"/> Add
		Georgetown, TX 78628	<input checked="" type="checkbox"/> Remove
MGR	Joel Davidson	530 W Deer Valley Rd Ste 400	<input checked="" type="checkbox"/> Add
		PHOENIX, AZ, 85027	<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove

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9. Attached is a certificate, if required: no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

*Joel M. Davidson*

Signature of the authorized representative

Joel Davidson

Typed or printed name of signee

Filing Fee: \$25.00

# Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BIRD ACQUISITION LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWELFTH DAY OF MAY, A.D. 2022.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BIRD ACQUISITION LLC" WAS FORMED ON THE FOURTEENTH DAY OF AUGUST, A.D. 2007.

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



4407341 8300

SR# 20221968596

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Authentication: 203420053

Date: 05-12-22



## Office of the Secretary of State

### CERTIFICATE OF MERGER

The undersigned, as Secretary of State of Texas, hereby certifies that a filing instrument merging

APEX USA, LLC  
Domestic Limited Liability Company (LLC)  
[File Number: 802514359]

Into

Bird Acquisition, LLC  
Foreign Limited Liability Company (LLC)  
Delaware, USA  
[Entity not of Record, Filing Number Not Available]

has been received in this office and has been found to conform to law.

Accordingly, the undersigned, as Secretary of State, and by the virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing the acceptance and filing of the merger on the date shown below.

Dated: 01/20/2022

Effective: 01/20/2022



A handwritten signature in black ink, appearing to read "John B. Scott".

John B. Scott  
Secretary of State

**STATE OF DELAWARE CERTIFICATE OF MERGER**

Pursuant to Section 18-209 of the Delaware Limited Liability Company Act, the undersigned limited liability company executed the following Certificate of Merger:

1. The name of each constituent company is Bird Acquisition LLC, a Delaware limited liability company and Apex USA, LLC, a Texas limited liability company.
2. The Agreement of Merger has been approved, adopted, certified, executed, and acknowledged by each of the constituent companies.
3. The name of the surviving company is Bird Acquisition LLC, a Delaware limited liability company.
4. The Certificate of Formation of the surviving company, as in effect immediately prior to the effective time of the merger, shall be the Certificate of Formation of the surviving company.
5. The merger is to become effective upon filing.
6. The Agreement of Merger is on file at 530 W. Deer Valley Road Phoenix, AZ 85027, the place of business of the surviving company.
7. A copy of the Agreement of Merger will be furnished by the surviving company on request, without cost, to any member of the constituent companies.

[Signature page follows]

IN WITNESS WHEREOF, the surviving company has caused this certificate to be signed by an authorized officer, on 10/29/21.

BIRD ACQUISITION LLC, a Delaware limited liability company

By:   
Name: Joel Davidson  
Title: CEO