

M99000000165



ACCOUNT NO. : 072100000032  
REFERENCE : 121619 4332362

AUTHORIZATION :

COST LIMIT : \$ 285

*Patricia Pizut*

ORDER DATE : February 2, 1999

ORDER TIME : 12:48 PM

ORDER NO. : 121619-015

300002765003--2

CUSTOMER NO: 4332362

CUSTOMER: Judy A. Kundert, Legal Asst  
Brownstein Hyatt Farber &  
410 17th Street, 22nd Floor

Denver, CO 80202

FOREIGN FILINGS

NAME: AIR-SERV GROUP, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

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DIVISION OF CORPORATIONS  
99 FEB -4 AM 9:05

DIVISION OF CORPORATION

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Name Availability	<i>[Signature]</i>
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	
v. P. verifier	

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO  
TRANSACT BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:*

1. AIR-SERV GROUP, LLC  
(Name of foreign limited liability company)
2. DELAWARE (Jurisdiction under the law of which foreign limited liability company is organized)
3. 56-1948225 (FEI number, if applicable)
4. 6/25/98 (Date of Organization)
5. PERPETUAL (Duration: Year limited liability company will cease to exist or "perpetual")
6. FEBRUARY 1, 1999 (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 2 CONCOURSE PARKWAY, SUITE # 155  
ATLANTA, GA 30328  
(Street address of principal office)

8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>NICHOLAS PETERS</u>	<u>MGRM</u>	_____	_____
<u>2 CONCOURSE PKWY, STE. 155</u>		_____	
<u>ATLANTA, GA 30328</u>		_____	
_____		_____	
_____		_____	
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 SECRETARY OF STATE  
 DIVISION OF CORPORATIONS  
 92 FEB -11 AM 9:05

*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-SERV GROUP, 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 THIRD DAY OF FEBRUARY, A.D. 1999.



*Edward J. Freel*

Edward J. Freel, Secretary of State

AUTHENTICATION:

2913903 8300

DATE: 9556404

991043200

02-03-99

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

AIR-SERV GROUP, LLC

2. The name and the Florida street address of the registered agent and office are:

Corporation Service Company

(Name)

1201 Hays Street

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee, FL 32301

City/State/Zip

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

By: 

(Signature)

**Filing Fee: \$ 35 for Designation of Registered Agent**

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN  
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of AIR-SERV GROUP, LLC

\_\_\_\_\_ certifies:

1) the above named limited liability company has at least one member;

2) the total amount of cash contributed by the member(s) is \$ 3,850,000 ;

3) if any, the agreed value of property other than cash contributed by member(s) is \$ -0- ;  
(A description of the property is attached and made a part hereto.)  
and

4) the total amount of cash and property contributed and anticipated to be contributed  
by member(s) is \$ 3,850,000 .  
(This total includes amounts from 2 and 3 above.)

  
\_\_\_\_\_  
**Signature of a member or an authorized representative of a member.**

(In accordance with section 608.408(3), Florida Statutes, the execution of this  
affidavit constitutes an affirmation under the penalties of perjury that the facts  
stated herein are true.)

NICHOLAS PETERS

\_\_\_\_\_  
Typed or printed name of signee

**Filing Fee: \$250.00 for Application and Affidavit**