

NO4000006354

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

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MAIL

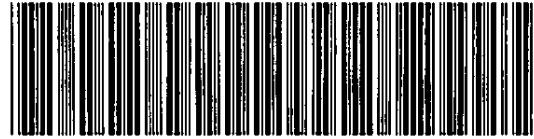
(Business Entity Name)

(Document Number)

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2017 DEC -4 P 2:16

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DEC 05 2017
T. LEMIEUX

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: ASOCIACION LATINOAMERICA DE TRANSPORTE AEREO, CORP.

DOCUMENT NUMBER: _____

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

CLAUDIA C. NASCIMENTO

(Name of Contact Person)

ALTA

(Firm/ Company)

6355 NW 36th STREET, SUITE 601

(Address)

MIAMI/FL 33166

(City/ State and Zip Code)

CNASCIMENTO@ALTA.AEREO

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

CLAUDIA C. NASCIMENTO

786

388-0222

at

(Name of Contact Person)

(Area Code)

(Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is
Enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 2, 2017

EDUARDO J IGLESIAS, JR
6355 NW 36 ST STE 601
MIAMI, FL 33166

SUBJECT: ASOCIACION LATINOAMERICANA DE TRANSPORTE AEREO,
CORP.
Ref. Number: N04000006354

You failed to make the correction(s) requested in our previous letter.

The current officer Eduardo J Iglesias, JR must sign the amndment. Luis Felipe De Oliveira is not listed on the corporation.

The current officer Eduardo J Iglesias, JR must sign the amndment. Luis Felipe De Oliveira is not listed on the corporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Tracy L Lemieux
Regulatory Specialist II

Letter Number: 217A00020850

RECEIVED
17 DEC -4 AM 10:14
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Articles of Amendment
to
Articles of Incorporation
of

ASOCIACION LATINOAMERICANA DE TRANSPORTE AEREO, CORP

(Name of Corporation as currently filed with the Florida Dept. of State)

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

_____ The new
name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc."
"Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:
(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:
(Mailing address MAY BE A POST OFFICE BOX)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the
new registered agent and/or the new registered office address:

Name of New Registered Agent: LUIS FELIPE de OLIVEIRA

(Florida street address)

New Registered Office Address:

(City)

Florida

(Zip Code)

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

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

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FILED

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	<u>P</u>	<u>EDUARDO J. IGLESIAS</u>	<u>6355 NW 36th STREET</u>
<input type="checkbox"/> Add			<u>SUITE 601</u>
<input checked="" type="checkbox"/> Remove			<u>MIAMI, FL 33166</u>
2) <input type="checkbox"/> Change	<u>CEO</u>	<u>LUIS FELIPE de OLIVEIRA</u>	<u>6355 NW 36th STREET</u>
<input checked="" type="checkbox"/> Add			<u>SUITE 601</u>
<input type="checkbox"/> Remove			<u>MIAMI, FL 33166</u>
3) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
4) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
5) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
6) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			

.E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

A large rectangular area with horizontal lines, crossed out with a large X, indicating it is unused or for additional information.

OCTOBER 1, 2017

The date of each amendment(s) adoption: _____, if other than the date this document was signed.

OCTOBER 1, 2017

Effective date if applicable: _____
(no more than 90 days after amendment file date)

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.

Adoption of Amendment(s) (CHECK ONE)

- ☐ The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval

by _____."
(voting group)

- ☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

OCTOBER 23, 2017

Dated _____

Signature _____

(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

EDUARDO J. IGLESIAS

(Typed or printed name of person signing)

EXECUTIVE DIRECTOR

(Title of person signing)

FOR TRANSLATION PURPOSE ONLY

Asociación Latinoamericana de Transporte Aéreo

Board of Directors Minutes

On August 18, 2017, President Enrique Cueto summoned the Board of Directors to take decision on the following matters:

1. Acceptance of the resignation of Eduardo Iglesias to the position of Executive Director of Asociación Latinoamericana de Transporte Aéreo (hereinafter referred to as "ALTA") and its subsidiary ALTA Corp., effective as of 30 September 2017;
2. Appointment of a new Executive Director of ALTA and ALTA Corp, effective as of October 1, 2017.

It was agreed that the decision would be taken during the meeting that would be held by teleconference and videoconference.

Considerations

All Board of Directors members expressed their regret for Eduardo Iglesias' decision to leave the direction of ALTA. They also extended their appreciation for the services provided at entire satisfaction and the evolution of ALTA throughout his 4 years of management.

The consulting firm Spencer Stuart, through Michael Bell, submitted to the Board the results of the selection process for the position of Executive Director of the Association.

The members of the Board deliberated individually and jointly the results, exchanged ideas by telephone, by videoconference and interviewed the candidates.

Decision

Unanimously the Board decided to accept the resignation of Eduardo Iglesias, effective September 30, 2017, expressing gratitude and satisfaction for the services provided.

The Board of Directors unanimously resolved to designate Luis Felipe de Oliveira to fill the position of Executive Director of the Latin American Air Transport Association as well as its subsidiary ALTA Corp., as of October 1, 2017.

This designation will be effective as of October 1, 2017.

The Committee entrusted the President to enter into the agreements and issue all documents, minutes, powers and all others that are necessary to execute these decisions.

Enrique Cueto
President

Gonzalo Yelpe
Legal Director and Secretary

Asociación Latinoamericana de Transporte Aéreo

Acta de sesión del Comité Ejecutivo

El día 18 de agosto 2017, el Presidente Enrique Cueto convocó el Comité Ejecutivo para adoptar decisión sobre los siguientes puntos:

- i. Aceptación de renuncia de Eduardo Iglesias a la posición de Director Ejecutivo de la Asociación Latinoamericana de Transporte Aéreo (en adelante "ALTA") y de su subsidiaria ALTA Corp., con efectividad 30 de setiembre de 2017;
- ii. Designación de un nuevo Director Ejecutivo de ALTA y ALTA Corp. con efectividad 1º de octubre de 2017.

Se acordó que la decisión sería adoptada durante la reunión que sería realizada por medio de teleconferencia y videoconferencia.

Consideraciones

Todos los miembros del Comité Ejecutivo manifestaron su pesar por la decisión de Eduardo Iglesias de apartarse de la dirección de ALTA. Manifestaron también su agradecimiento por los servicios prestados a entera satisfacción y por la evolución de ALTA a lo largo de sus 4 años de gestión.

La consultora Spencer Stuart, en la persona de Michael Bell, presentó al Comité los resultados de su proceso de selección para la posición de Director Ejecutivo de la Asociación.

Los miembros del Comité Ejecutivo deliberaron individualmente y conjuntamente, evaluaron los resultados, intercambiaron ideas telefónicamente, por videoconferencia y realizaron entrevistas a los candidatos.

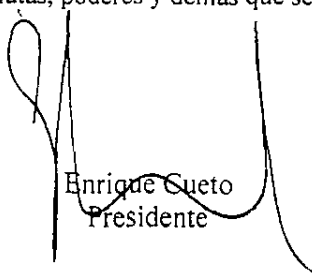
Decisión

Por unanimidad el Comité Ejecutivo resolvió aceptar la renuncia de Eduardo Iglesias, con efectividad 30 de setiembre de 2017, expresándose su gratitud y satisfacción por los servicios prestados.

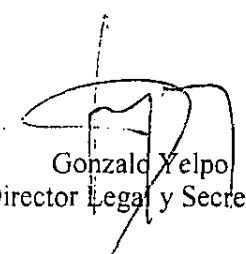
El Comité Ejecutivo resolvió por unanimidad la designación de Luis Felipe de Oliveira para ocupar la posición de Director Ejecutivo de la Asociación Latinoamericana de Transporte Aéreo así como de su subsidiaria ALTA Corp. a partir del 1º de octubre de 2017.

Esta designación será efectiva a partir del día 1º de octubre de 2017.

El Comité encomendó al Presidente celebrar los acuerdos y emitir todos aquellos documentos, actas, minutas, poderes y demás que sean menester para ejecutar estas decisiones.



Enrique Cueto
Presidente



Gonzalo Yelpe
Director Legal y Secretario