

NOS 000006003

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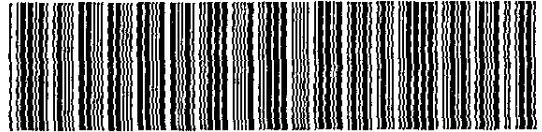
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TALLAHASSEE, FLORIDA

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COVER LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: CubAir Flight Academy, Inc. NO5000006003
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Jeffrey Hesson
Name (Printed or typed)

PO Box 705
Address

Neenah, WI 54957-0705
City, State & Zip

920-729-0303
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

NONSTOCK - RESTATED

ARTICLES OF INCORPORATION - FOR A NONPROFIT CORPORATION

Executed by the undersigned for the purpose of restating the Articles of Incorporation for a Florida corporation under Chapter 617 of the Florida Statutes, **WITHOUT STOCK AND NOT FOR PROFIT.**

ARTICLE I - CORPORATE NAME:

The name of the Corporation is **CubAir Flight Academy, Inc.**

ARTICLE II - CORPORATE EXISTENCE:

The period of existence shall be perpetual.

ARTICLE III - CORPORATE PURPOSE:

The purposes shall be to engage in any lawful activities authorized by Chapter 617 of the Florida Statutes and is organized exclusively for charitable, educational, religious, or scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

ARTICLE IV - OPERATIONAL LIMITATIONS:

Notwithstanding any other provisions of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law), or (2) by a corporation, contributions to which are deductible under section 170(c)(2) of the internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE V - PRINCIPAL OFFICE:

The address of the principal office in Florida is **11 Crosley Lane, Sebring, FL 33870**

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TALLAHASSEE, FLORIDA

ARTICLE VI - REGISTERED AGENT AND REGISTERED AGENT'S ADDRESS:

The name of the Registered Agent and Registered Agent's address is:

Charles Larsen
8259 Cozumel Lane
Sebring, FL 33876

ARTICLE VII - AMENDMENT OF ARTICLES

These articles may be amended in the manner authorized by law at the time of amendment.

ARTICLE VIII - NUMBER OF DIRECTORS

The number of directors constituting the Board of Directors shall be fixed by By-law but shall be not less than three (3).

ARTICLE IX - ELECTION OF DIRECTORS

The election of the Board of Directors shall be fixed by By-law.

ARTICLE X - MEMBERSHIP

There shall be no members.

ARTICLE XI - CORPORATE SEAL

The Corporation shall have no corporate seal.

ARTICLE XII - DISSOLUTION CLAUSE:

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the Corporation's liabilities, dispose of all of the Corporation's assets exclusively for the purposes of the Corporation in such manner as the Board of Directors shall determine, or to such organization or organizations organized and operated exclusively for charitable, educational, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets

not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XIII - INCORPORATOR AND INITIAL DIRECTORS:

The Incorporator is:

Jeffrey L. Hesson
PO Box 705
Neenah, WI 54957-0705

The Initial Directors are:

Charles Larsen
8259 Cozumel Lane
Sebring, FL 33876

Harry Smiley
134 Lakeview Dr.
Auburndale, FL 33823

Michael A. Cavallo
8 Oriole Circle
Ormond Beach, FL 32176

Executed in duplicate this ____ day of November

The foregoing having been approved by the Board of Directors, as permitted in the By-laws.

By: 
Charles Larsen, Director and CEO

Dated 11-06-05

This document was drafted by:

Attorney Jeffrey L. Hesson
HESSON & ASSOCIATES, LTD.
244 E. Doty Ave. P.O. Box 705
Neenah, WI 54957-0705
(920) 729-0303
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