

# N96000006525

## TRANSMITTAL LETTER

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

000002089150--4  
-12/27/96- 01034--013  
\*\*\*\*105.00 \*\*\*\*70.00

**SUBJECT:** Coastal Fliers Corp  
(Proposed corporate name - must include suffix)

FILED STATE  
SECRETARY OF CORPORATIONS  
96 DEC 23 PM 1:19

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

\$122.50  
Filing Fee  
& Certified Copy

\$131.25  
Filing Fee,  
Certified Copy  
& Certificate

EFFECTIVE DATE  
11/1/97

plus \$35.00 Dissolution Fee

**FROM:** Robert P. McKeever, Jr.  
Name (Printed or typed)

1662 Park Terrace West  
Address

Atlantic Beach, Florida 32233-5610  
City, State & Zip

904-247-1972  
Daytime Telephone number

*new NP  
90 12/23/96*

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

AFFIDAVIT

STATE OF FLORIDA

COUNTY OF DUVAL


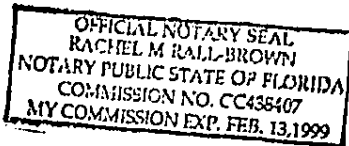
Before me personally appeared, ROBERT P. MCKEEVER, and after having been duly sworn, deposes and says:

1. That he is the President and Secretary of COASTAL FLIERS CORP., a for profit corporation organized since 1986.
2. That Articles of Dissolution are hereby filed dissolving said corporation.
3. That Articles of Incorporation are hereby filed commencing the existence of COASTAL FLIERS, CORP., a nonprofit corporation.
4. That the undersigned has no intention of revoking the aforesaid Articles of Dissolution.
5. That COASTAL FLIERS CORP., a for profit corporation, hereby releases that name to COASTAL FLIERS CORP, a nonprofit corporation.
6. The effective date of this action is January 1, 1997.



Robert P. McKeever, Affiant

Sworn to and subscribed before me this 15<sup>th</sup> day of December, 1996.



Notary Public, State of Florida  
Print, type or stamp commissioned  
Name: \_\_\_\_\_  
Commission No.: \_\_\_\_\_  
My Commission expires: \_\_\_\_\_

Personally known  / produced identification \_\_\_\_\_

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 DEC 23 PM 1:19

ARTICLES OF INCORPORATION

OF

COASTAL FLIERS CORP.

EFFECTIVE DATE

1/1/97

The undersigned, for the purpose of forming a nonprofit corporation under Florida Statutes Chapter 617, does hereby make and adopt the following Articles of Incorporation:

Article 1

The name of the Corporation is: COASTAL FLIERS CORP.

Article 2

NOT FOR PROFIT

The Corporation is a nonprofit corporation under the laws of the State of Florida. The Corporation is not formed for pecuniary profit. No part of the income of the Corporation is distributable to or for the benefit of its Members, Trustees or Officers, except to the extent permissible under law.

Article 3

DURATION

The duration (term) of the Corporation is perpetual.

Article 4

PURPOSES

The Corporation is organized, and shall be operated exclusively for, the following purposes:

A. To establish, foster and engage in recreational flying through the ownership and use of general aviation aircraft.

B. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and

proceeds of such property, for any of the purposes set forth herein.

C. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

#### ARTICLE 5

##### LIMITATION

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Members, Trustees or Officers, but the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 4 (Purposes) hereof.

#### ARTICLE 6

##### MEMBERS

The Corporation shall have Voting Members who shall be elected (and may be removed) by the Voting Members and shall have all the rights and privileges of members of the Corporation. The Bylaws may provide for Nonvoting Members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote. The name and address of each initial Voting Members is as follows:

Robert P. McKeever,	1662 Park Terrace West Atlantic Beach, FL 32233
Kim Hohenshelt	14071 Mystic Lane Jacksonville, FL 32250
Michael Whalen	1660 Beach Avenue, #1 Atlantic Beach, FL 32233
Arnold Good	4945 Motor Yacht Drive Jacksonville, FL 32225

#### ARTICLE 7

##### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the Corporation is 1662 Park Terrace West, Atlantic Beach, FL 32233, and the name of its initial Registered Agent at that address is Robert P. McKeever.

ARTICLE 8

INITIAL BOARD OF TRUSTEES

The management of the Corporation shall be vested in a Board of Trustees. The number of Trustees constituting the initial Board of Trustees is four (4). The number of Trustees may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three. The Voting Members shall elect the Trustees annually. The Bylaws may provide for ex officio and honorary Trustees, and their rights and privileges. The name and address of each initial Trustee of the Corporation is as follows:

Robert P. McKeever,	1662 Park Terrace West Atlantic Beach, FL 32233
Kim Hohenshelt	14071 Mystic Lane Jacksonville, FL 32250
Michael Whalen	1660 Beach Avenue, #1 Atlantic Beach, FL 32233
Arnold Good	4945 Motor Yacht Drive Jacksonville, FL 32225

ARTICLE 9

OFFICERS

The Officers of the Corporation shall consist of a President, Secretary, Treasurer, and such other Officers and Assistant Officers as may be provided in the Bylaws. Each Officer shall be elected by the Board of Trustees (and may be removed by the Board of Trustees) at such time and in such manner as may be prescribed by the Bylaws. The name and address of each initial Officer of the Corporation is as follows:

Robert P. McKeever	1662 Park Terrace West Atlantic Beach, FL 32233	President
Kim Hohenshelt	14071 Mystic Lane Jacksonville, FL 32250	Vice President
Michael Whalen	1660 Beach Avenue, #1 Atlantic Beach, FL 32233	Secretary
Arnold Good	4945 Motor Yacht Drive Jacksonville, FL 32225	Treasurer

ARTICLE 10

INCORPORATORS

The name and address of each Incorporator is as follows:

Robert P. McKeever,                   1662 Park Terrace West  
Atlantic Beach, FL 32233

ARTICLE 11

BYLAWS

The Bylaws of the Corporation are to be made and adopted by the Board of Trustees, and may be altered, amended or rescinded by the Board of Trustees.

ARTICLE 12

AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Trustees and Officers are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provisions for amendments are adopted by the Corporation pursuant to law.

ARTICLE 13

INDEMNIFICATION

The Corporation shall indemnify each Officer and Trustee, including former Officers and Trustees, to the full extent permitted by the laws of the State of Florida.

ARTICLE 14

BYLAWS

The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Trustees, but all alterations, amendments and repeals of the Bylaws must be approved by a majority of the Voting Members.

ARTICLE 15

COMMENCEMENT OF CORPORATE EXISTENCE

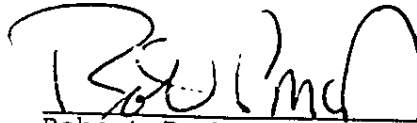
In accordance with the laws of the State of Florida, the date when corporate existence shall commence is January 1, 1997.

ARTICLE 16

STOCK BASIS

This Corporation is organized on a stock basis. This Corporation shall issue 400 shares of stock.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 15<sup>th</sup> day of December, 1996.



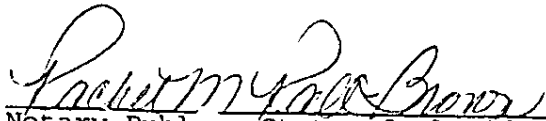
Robert P. McKeever, Incorporator

STATE OF FLORIDA

COUNTY OF DUVAL

Before me personally appeared ROBERT P. MCKEEVER, to me well known and known to me to be the person described in and who executed the foregoing instrument, and who acknowledged to and before me that he executed said instrument for the purposes therein expressed.

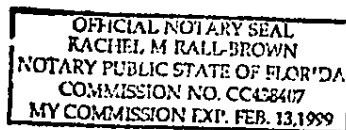
Witness my hand and seal this 15<sup>th</sup> day of December, 1996, in the aforesaid County and State.



Notary Public, State of Florida  
Type, print or stamp commissioned name: \_\_\_\_\_

Commission No.: \_\_\_\_\_

My Commission Expires: \_\_\_\_\_



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

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Coastal Fliers Corp

(must include suffix)

2. The name and address of the registered agent and office is:

Robert P. McKeever, Jr

(NAME)

1662 Park Terrace West

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Atlantic Beach, Florida 32233-5610

(CITY/STATE/ZIP)

*Having been named as registered agent and to accept service of process for the above stated corporation 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.*



(SIGNATURE)

12/15/96

(DATE)