

P000000032479

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H00000014163 0)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 922-4001

From: Account Name : MCCAFFREY & RAIMI, P.A.
Account Number : I20000000059
Phone : (941) 514-2800
Fax Number : (941) 514-2777

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 30 PM 2:01

FLORIDA PROFIT CORPORATION OR P.A.

Airlink Corporation

Certificate of Status	0
Certified Copy	1
Page Count	06/7
Estimated Charge	\$78.75

W-8538

Electronic Filing Menu

Corporate Filing

Public Access Help

B. McKnight MAR 31 2000



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 30, 2000

MCCAFFREY & RAIMI

SUBJECT: AIRLINK CORPORATION
REF: W00000008538

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of a voluntarily dissolved corporation or limited liability company. The name of a voluntarily dissolved Florida corporation or limited liability company is not available for the assumption or use by another entity until 120 days after the effective date of dissolution unless the dissolved entity provides the Department of State with a notarized affidavit, stating they have no intention of revoking the dissolution, therefore, releasing the name for use to another entity.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight
Document Specialist

FAX Aud. #: H00000014163
Letter Number: 800A00017575

Division of Corporations - P.O. BOX 6327 Tallahassee, Florida 32314

AFFIDAVIT OF HERBERT F. DORSETT

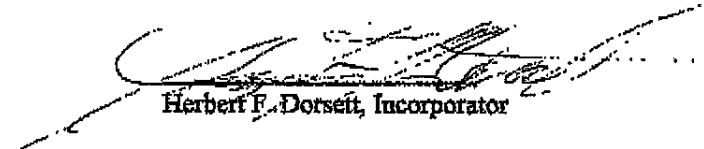
STATE OF FLORIDA
COUNTY OF LEE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 30 PM 2:01

BEFORE ME, the undersigned authority, personally appeared HERBERT F. DORSETT, who,
first being by me duly sworn, did say under oath that:

1. I am the sole incorporator of AIRLINK CORPORATION which filed its articles of incorporation with the Florida Department of State on February 1, 2000.
2. On March 28, 2000, in my capacity as sole incorporator of AIRLINK CORPORATION, I executed articles of dissolution, which I propose to file this day with the Florida Department of State whereby AIRLINK CORPORATION will be dissolved.
3. Prior to execution of the articles of dissolution, no shares of AIRLINK CORPORATION were issued to any shareholders.
4. On behalf of AIRLINK CORPORATION, in my capacity as sole incorporator, I hereby state that this corporation has no intention of seeking reinstatement and therefore release the name "AIRLINK CORPORATION" for use to another entity.

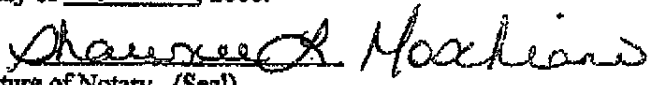
Under penalties of perjury, I declare that I have read the foregoing affidavit and the facts stated in it are true.

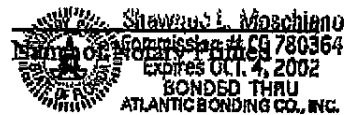

Herbert F. Dorsett, Incorporator

Dated this day of March 28, 2000

SWORN TO AND SUBSCRIBED before me this 28 day of March, 2000.

My Commission Expires:


Signature of Notary (Seal)



Serial Number, Commission
Number (if any) Printed

Personally Known _____
Produced Identification yes
Type: FL Drivers License

H00000014163 0

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 30 PM 2:01

ARTICLES OF INCORPORATION

OF

AIRLINK CORPORATION

ARTICLE I. NAME

The name of this corporation shall be Airlink Corporation.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles of Incorporation by the Florida Department of State. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSES, POWERS & RIGHTS

The corporation may engage in any lawful acts or activities for which corporations may be organized under the laws of the State of Florida.

In furtherance of its corporate purposes, this corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the laws of the State of Florida, including the power and right:

- A. To change the Articles of Incorporation at any time pursuant to law and the By-Laws;
- B. To change the principal office of the corporation and establish, from time to time, other locations, within or outside the State of Florida for corporate operations, pursuant to the By-Laws, and without the necessity of amending the Articles of Incorporation;

H00000014163 0

H00000014163 0

- C. To invest the funds of this corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and to own real and personal property necessary for the conduct of its business;
- D. To purchase and acquire, in accordance with law and the By-Laws, any or all of its shares.

ARTICLE IV. CAPITAL STOCK

- A. This corporation shall have the authority to issue FIFTY MILLION (50,000,000) shares of common stock par value ONE CENT (\$.01) per share. The designations, preferences and relative participating options or other special rights, qualifications, limitations or restrictions of the foregoing stock are as follows:
 - 1. The holders of the common stock are entitled to receive, to the extent permitted by law, such dividends as may be declared from time to time by the Board of Directors.
 - 2. In the event of the voluntary or involuntary liquidation, dissolution, distribution of assets or winding up of the corporation, after distribution in full of the preferential amounts, if any, to be distributed to the creditors and holders of shares of preferred stock, if any such stock shall be authorized herein and issued, the holders of common stock shall be entitled to receive all of the remaining assets of the corporation of whatever kind available for distribution to shareholders, ratably in proportion to the number of shares of common stock held by them

H00000014163 0

H00000014163 0

respectively. The Board of Directors may distribute in kind to the holders of common stock such remaining assets of the corporation or may sell, transfer or otherwise dispose of all or any part of such remaining assets to any other person, corporation, trust or other entity and receive payment therefore in cash, stock or obligations of such other person, corporation, trust or other entity, or any combination thereof, and may sell all or any part of the consideration so received and distribute any balance thereof in kind to holders of common stock. The merger or consolidation of the corporation into or with any other corporation, or the merger of any other corporation into it, or any purchase or redemption of shares of stock of the corporation of any class, shall not be deemed to be a dissolution, liquidation nor winding up of the corporation for the purposes of this paragraph.

- B. This corporation shall have the authority to issue TEN MILLION (10,000,000) shares of preferred stock, the par value of which, as well as the designations, voting powers, preferences and relative participating options or other special rights, qualifications, limitations or restrictions of the preferred stock to be determined by the Board of Directors of this corporation at the time it authorizes the issuance of said preferred stock.
- C. Any person, upon becoming the owner or holder of any shares of the common stock or other securities having voting rights issued by this corporation, does thereby consent and agree that all rights, powers, privileges, obligations or

H00000014163 0

H00000014163 0

restrictions pertaining to such person or such securities in any way may be altered, amended, restricted, enlarged, or repealed by legislative enactments of the State of Florida, or of the United States hereinafter adopted which have reference to or affect corporations, such securities, or such persons, if any; and that the corporation reserves the right to transact any business of the corporation, to alter, amend or repeal these Articles of Incorporation, or to do any other acts or things as authorized, permitted or allowed by such legislative enactments.

ARTICLE V. BOARD OF DIRECTORS

The number of directors of this corporation shall be set as provided in this corporation's By-Laws and shall be no less than one (1) and no more than twenty-five (25).

The business and affairs of the corporation shall be managed by the Board of Directors. In addition to any powers conferred herein or in the By-Laws, the Board of Directors may, subject to any express limitation contained in these Articles of Incorporation or in the By-Laws, exercise the full extent of powers conferred by the laws of the State of Florida upon corporations or directors thereof and the enumeration and definition of particular powers herein or in the By-Laws shall in no way be deemed to restrict or otherwise limit those lawfully conferred powers. In furtherance and without limitation of the foregoing, the Board of Directors shall have the power to make, alter, amend or repeal from time to time the By-Laws of this corporation.

ARTICLE VI. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

H00000014163 0

H00000014163 0

**ARTICLE VII. PRINCIPAL OFFICE &
REGISTERED OFFICE & AGENT**


The address of this corporation's principal office shall be 1319 Donna Drive, Fort Myers, Florida 33919. The name and address of this corporation's registered agent shall be: Judith E. McCaffrey, 5811 Pelican Bay Boulevard, Suite 206-A, Naples, Florida 34108.

ARTICLE VIII. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation, or any amendments hereto, in the manner now or hereafter prescribed by statute. Any rights conferred upon the shareholders are granted subject to this reservation.

ARTICLE IX. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator is: Judith E. McCaffrey, 5811 Pelican Bay Boulevard, Suite 206-A, Naples, Florida 34108.


Incorporator

H00000014163 0

I hereby accept my designation as resident agent and agree to serve as the resident agent of Airlink Corporation. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for Airlink Corporation.


Judith E. McCaffrey - Registered Agent

March 30, 2000

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 30 PM 2:01

H00000014163 0