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## Florida Department of State

Division of Corporations

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## To:

Division of Corporations

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## From:

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## FLORIDA PROFIT CORPORATION OR P.A.

SUNCOAST AVIATION, INC.

Certificate of Status	0
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Page Count	06
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**ARTICLES OF INCORPORATION**

**OF**

**SUNCOAST AVIATION, INC.**

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

**I. NAME**

The name of this corporation is:

**SUNCOAST AVIATION, INC.**  
9100 South Dadeland Boulevard # 404  
Miami, Florida 33156

**II. DURATION**

The period of its duration is perpetual.

**III. CAPITAL STOCK**

The corporation is authorized to issue Five Hundred shares, at one (\$1.00) dollar par value.

**IV. INITIAL REGISTERED OFFICE AND AGENT**

The name and address of the initial registered agent and office of this corporation is as follows:

**LIONEL BARNET, P.A.**  
9100 South Dadeland Boulevard # 404  
Miami, Florida 33156

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**V. PURPOSE**

The general purpose for which the corporation is organized shall include any and all business for which corporation may be incorporated under F.S. Section 607, which is lawful under the laws of the State of Florida or the United States of America.

**VI. INITIAL BOARD OF DIRECTORS**

This corporation shall have 1 director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than (1).

The name and address of the initial director of this corporation is:

Lionel Barnet, Esquire, President, Director Secretary/Treasurer  
9100 South Dadeland Boulevard # 404  
Miami, Florida 33156

**VII. INCORPORATOR**

The name and address of the Incorporator signing these Articles of Incorporation is:

LIONEL BARNET, ESQUIRE  
9100 South Dadeland Boulevard # 404  
Miami, Florida 33156

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**VIII. BYLAW AMENDMENT**

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Board of Directors and the shareholders.

**IX. INDEMNIFICATION**

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

**X. INFORMAL ACTION OF DIRECTORS**

If all the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

**XI. AMENDMENT OF ARTICLES**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

**XII. NON-RESIDENT DIRECTORS**

Directors need not be residents of this state or shareholders unless Articles of Incorporation or Bylaws so require.

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**XIII. DIRECTORS' AUTHORITY TO FIX COMPENSATION**

Directors shall have authority to fix their compensation unless otherwise provided in these Articles of Incorporation or Bylaws.

**XIV. PREEMPTIVE RIGHTS**

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive to treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the share preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

**XV. MEETINGS BY CONFERENCE TELEPHONE**

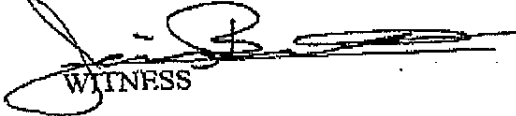
Members of the Board of Directors may participate in special meetings of the Board of Directors by means of conference telephone as provided by law, but regular meetings of the Board of Directors must be attended in fact in person by each director.

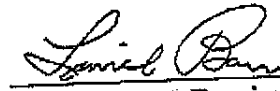
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IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of

Incorporation.

  
WITNESS

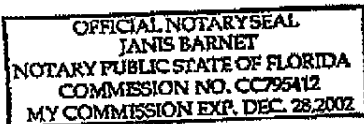
  
Lionel Barnett, Esquire  
Incorporator

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STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA )  
COUNTY OF DADE ) SS:

BEFORE ME, the undersigned authority, personally appeared **LIONEL BARNET, ESQUIRE**, well known to me and who is the person who executed the foregoing Articles of Incorporation, and acknowledged to and before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 21<sup>st</sup> day of August, 2000



  
NOTARY PUBLIC

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE: NAMING AGENT UPON WHOM PROCESS MAY BE SERVED:

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First - That **SUNCOAST AVIATION, INC.**, desiring to organize under the laws of the State of Florida, with its principal offices, as indicated in the Articles of Incorporation, at City of Miami, County of Miami Dade, State of Florida, has named as its agent to accept service within this state, **LIONEL BARNET, P.A.** located at **9100 So. Dadeland Boulevard # 404, MIAMI, FLORIDA 33156.**

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

  
LIONEL BARNET, ESQUIRE Resident Agent

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