

Feb 21 02 04:36p

P. 1

Division of Corporations

Page 1 of 2

P02000020327

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.

((H02000042013 1)))

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) 205-0381

From:

Account Name : EXPRESS CORPORATE FILING SERVICE INC.
Account Number : I20000000146
Phone : (305) 444-4994
Fax Number : (305) 444-4977

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 FEB 21 PM 12:04

FLORIDA PROFIT CORPORATION OR P.A.

AVIONICS CORPORATION

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

<https://ccfss1.dos.state.fl.us/scripts/efilcovr.exe>

2/21/2002

me 2/22

((H020000+2013)))

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 FEB 21 PM 12:04

**ARTICLES OF INCORPORATION
OF
AVIONICS CORPORATION**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I NAME

The name of the corporation shall be AVIONICS CORPORATION.

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV ADDRESS

The street address of the initial registered office of the corporation shall be 2355 Salzedo Street, #204-B, Coral Gables, Florida 33134, and the name of the initial Registered Agent for the corporation at that address is Teresa Malouf.

ARTICLE V SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

((H02000042013)))

ARTICLE VI TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VII LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE VIII SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

Director:

Teresa Malouf
2355 Salzedo Street, 204B
Coral Gables, Florida 33134

Chairman of the Board/Director:

Gladney Joseph Lemoine, Jr.
5935 West 92nd Drive
Westminster, Colorado 80031

President/Secretary:

Juan Malouf
2355 Salzedo Street, 204B
Coral Gables, Florida 33134

Feb 21 02 04:37p

p. 4

((H02000042013)))

ARTICLE IX INCORPORATOR

The name and address of the incorporator is:

Teresa Malouf
2355 Salzedo Street, #204-B
Coral Gables, Florida 33134

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 20 day of February, 2002.

Incorporator:


Teresa Malouf

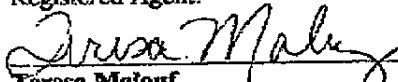
DESIGNATION OF AND ACCEPTANCE BY REGISTERED AGENT

The following is submitted in compliance with the laws of the State of Florida, a corporation organizing under the laws of the State of Florida, with its principal office located at 2355 Salzedo Street, #204-B, Coral Gables, Florida 33134, has named Teresa Malouf whose address is 2355 Salzedo Street, #204-B, Coral Gables, Florida 33134, as its Agent to accept service of process within this State.

ACCEPTANCE:

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Registered Agent:


Teresa Malouf

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 FEB 21 PM 12:04