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04 JAN 27 AM 7:32
SEVENTH JUDICIAL CIRCUIT
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

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

SUBJECT: Florida Aircraft Financing Corporation.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are 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 of
Status

ADDITIONAL COPY REQUIRED

FROM: Alfred W. Buckley
Name (Printed or typed)

660 River Moorings Drive
Address

Merritt Island FL 32953
City, State & Zip

765-479-0045
Daytime Telephone number

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

ARTICLES OF INCORPORATION
OF

FILED
04 JAN 27 AM 7:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA AIRCRAFT FINANCING CORPORATION

The undersigned incorporator or incorporators, desiring to form a corporation (hereinafter referred to as the "Corporation") pursuant to the provisions of the Florida Statutes Chapter 607 and/or Chapter 621, (hereinafter referred to as the "Act"), execute the following Articles of Incorporation.

ARTICLE I.

Name of Corporation

The name of the Corporation is Florida Aircraft Financing Corporation.

ARTICLE II.

Principal Office

Principal Office. The post office address of the principal office of the Corporation is 660 River Moorings Drive, Merritt Island, FL 32953

ARTICLE III.

Purposes of Corporation

The purposes for which the Corporation is formed are:

Section 1. To carry on a general business to provide financing for aircraft purchased for individual, commercial, or other uses.

Section 2. To carry on a general business, and to buy or otherwise acquire, own, hold, deal in, mortgage, lease, sell or otherwise dispose of, manufacture, build, construct, erect, repair, or remodel, any real or personal property used in the connection with any business enterprise, and all products, materials, supplies, appliances, and devises in connection therewith.

Section 3. To deal in mortgages, for itself or as agent or correspondent for others, to manage estates and properties, and to conduct a general insurance agency, except for life insurance, and general real estate and rental business, including the buying, selling, leasing, improving, and dealing in lands, franchises, and tenements.

Section 4. To acquire, own, hold, use, sell, convey, dispose of, lease, license, assign, or purchase any equipment, of any type or description, deemed expedient for the performance of any lawful purpose for which this Corporation is organized.

Section 5. To acquire, own, hold, use, sell, lease, mortgage, pledge, convey, or otherwise dispose of property, real and personal, tangible and intangible, whether situated within or without the state of Florida.

Section 6. To enter into such contracts, undertakings, and agreements with one or more persons, firms, associations or corporations as it may deem necessary, convenient, or expedient to carry out any purpose for which it is formed or to exercise any power which it may possess.

Section 7. To borrow money, to issue, sell, or pledge its obligations and evidence of indebtedness, and to mortgage or pledge its property and franchises to secure the payment thereof, and to loan money and take securities for the payment of all sums due the corporation, and to sell, assign, and release such securities.

Section 8. To operate in the nature of a producer, wholesaler, retailer, or distributor for the production, distribution, sale and delivery of goods or services in the manufacturing, wholesaling, or retailing fields.

Section 9. To carry out, accomplish, and exercise any of the foregoing purposes and powers, either as principal, agent, dealer, or broker within or without the State of Florida..

Section 10. To carry out any business or enterprise which is lawful in the State of Florida..

The foregoing shall be construed as powers as well as purposes of the corporation, but the designation of particular powers and purposes shall not be deemed a limitation upon or exclusive of other powers and purposes not specifically stated or expressed, and which other powers and purposes are properly within the general scope of the business of this corporation, or incident thereto or necessary or convenient in the accomplishment of any one or more of its purposes or corporate objects.

IN ADDITION to the above powers and purposes, the corporation shall have, enjoy, and possess each and all of the rights, privileges, and powers now or hereafter conferred by the laws of the State of Florida upon corporations formed under the Florida Statutes as amended or available to corporations so organized.

ARTICLE IV. Period of Existence

The period during which the corporation shall continue is perpetuity.

ARTICLE V. Authorized Shares

Section 1. Number of Shares.

The TOTAL number of shares which the Corporation is to have the authority to issue is 1000 shares.

A. The number of authorized shares which the Corporation designates as having par value is - 0 - shares with a par value of \$ none.

B. The number of authorized shares which the Corporation designates as without par value is 1000 shares.

Section 2. Terms of Shares.

A. The shares are not to be divided into classes or kinds.

B. Voting Rights of Shares: There shall be one (1) class or kind of shares of stock of this corporation, known as common stock, the holders of which shall be entitled to one (1) vote for each share of stock standing in his name on the books of the corporation as of the record date.

ARTICLE VI.

Directors

Section 1. Number of Directors: The initial Board of Directors is composed of two (2) members. The number of directors may be from time to time fixed by the by-laws of the corporation at any number. In the absence of a by-law fixing the number of directors, the number shall be two (2).

Section 2. Names and Post Office Addresses of the Directors: The name and address of the initial Board of Directors is:

Name	Number and Street Address	City	State	Zip Code
Alfred W. Buckley	660 River Moorings Drive	Merritt Island	FL	32953
Cheryl H. Buckley	660 River Moorings Drive	Merritt Island	FL	32953

ARTICLE VII.

Resident Agent and Principal Office

Section 1. Resident Agent. The name and address of the corporation's Resident Agent for service of process is Alfred W. Buckley, 660 River Moorings Drive, Merritt Island, FL 32953. Telephone: 765-479-0045.

ARTICLE VIII.

Incorporators

The name and post office address of the incorporator of the Corporation is:

Name	Number and Street Address	City	State	Zip Code
Alfred W. Buckley	660 River Moorings Drive	Merritt Island	FL	32953

ARTICLE IX.

Provisions for Regulation of Business and Conduct of Affairs of Corporation

Section 1. Powers. The corporation shall have, enjoy, possess, and exercise each and all of the rights, privileges, and powers now or hereafter conferred by the laws of the State of Florida upon corporations formed under the Florida Statutes, as amended or available to corporations so organized, but the designation of particular powers or purposes shall not be deemed a limitation upon or exclusive of other powers and purposes not specifically stated or expressed, and which other powers or purposes are properly within the general scope of the business of this corporation, or incident thereto or necessary or convenient in the accomplishment of any one or more of its purposes or corporate objects.

Section 2. Meetings of Shareholders. Meetings of the shareholders of the corporation shall be held at such place, within or without the State of Florida, as may be specified in the respective notices or waivers of notice thereof.

Section 3. Meetings of Directors. Meetings of the Directors of the corporation shall be held at such place, within or without the State of Florida, as may be specified in the respective notices, or waivers of notice, thereof.

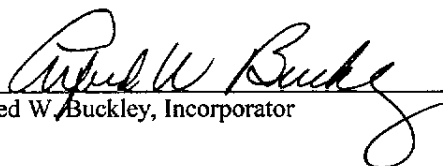
Section 4. Seal. The seal of the corporation shall consist of a circular disc with the word "Seal" in the center, and shall have the name Florida Aircraft Financing Corporation around the edge thereof.

Section 5. Code of By-Laws. The Board of Directors of the corporation shall have the power without the assent or vote of the shareholders to make, alter, amend, or repeal the code of by-laws of the corporation, but the affirmative vote of a number of directors equal to a majority of the number who would constitute a full Board of Directors at the time of such action shall be necessary to take any action for the making, alteration, amendment, or repeal of the Code of By-Laws.

Section 6. Additional Powers of Directors. In addition to the powers and authorities hereinabove or by statute expressly conferred, the Board of Directors is hereby authorized to exercise all such powers and do all such acts and things as may be exercised or done by a corporation organized and existing under the provisions of the Act.

Section 7. Amendment of Articles of Incorporation. The corporation reserves the right to alter, amend, or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by the provisions of the act, or any other pertinent enactment of the General Assembly of the State of Florida; and all rights and powers conferred hereby on shareholders, directors, and officers of the corporation are subject to such reserved right.

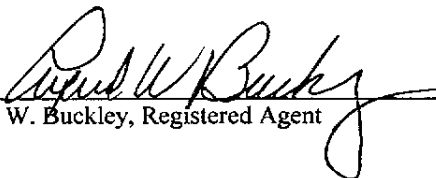
IN WITNESS WHEREOF, the undersigned, being the sole incorporator designated in Article VIII, executes these Articles of Incorporation and certifies to the truth of the facts herein stated, this 26th day of January, 2004, under the pains and penalties of perjury.



Alfred W. Buckley, Incorporator

January 26, 2004

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Alfred W. Buckley, Registered Agent

January 26, 2004