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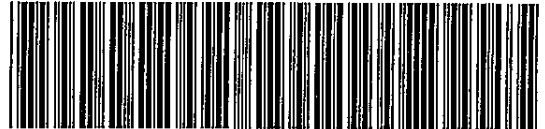
(Business Entity Name)

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7/2/04

TRANSMITTAL LETTER

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

409 E. GAINES ST.
TALLAHASSEE, FL 32399

850-245-604

SUBJECT: LUNAMA AIRCRAFT Sales, INC.
(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: B.C. MILLER
Name (Printed or typed)

200 S. BISCAYNE BLVD. SUITE 1690
Address

MIAMI, FL 33131
City, State & Zip

305-372-0900
Daytime Telephone number

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DIVISION OF STATE

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

Articles of Incorporation of Lunama Aircraft Sales, Inc.

Pursuant to the Florida Business Corporation Act the undersigned, acting as Incorporator of a corporation, hereby adopts the following Articles of Incorporation for such Corporation:

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

Article I

Name

The name of the Corporation is Lunama Aircraft Sales, Inc.

Article II

Corporate Existence

The Corporation's existence shall be perpetual and shall be effective upon the filing of these Articles Of Incorporation with the Florida Department of State.

Article III

Stock

Section A. Authorized Common Voting Shares. The aggregate number of common voting shares which the Corporation is authorized to issue is 100 shares of \$1.00 par value common voting stock. There is no other class of shares being issued. At no time may less than seventy-five (75%) percent of the common voting shares be owned or controlled by persons who are citizens of the United States or of one of its possessions.

1. Voting Rights and Notice. At all meetings of Shareholders, each Shareholder shall be entitled to one vote for each share of common voting stock held by him, which may be cast by the Shareholder in person or by proxy. The holders of common voting shares issued and outstanding, except where otherwise provided by law or by these Articles Of Incorporation, shall have and possess the exclusive right to notice of Shareholders' meetings and the exclusive voting right and power.

2. Dividends. Except where otherwise provided by law or by these Articles Of Incorporation, dividends may be paid on the common voting shares out of any assets at the time legally available therefore. Any dividend so declared shall be distributed among and paid to the holders of the outstanding common voting shares without distinction according to their respective shares.

3. Liquidation. Except where otherwise provided by law or by these Articles Of Incorporation, in the event of the voluntary or involuntary liquidation, dissolution, or winding up of this Corporation, subject to all of the preferential rights of the holders of any preferred shares on distributions or otherwise, the

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holders of the common voting shares shall be entitled to receive all of the remaining assets of the Corporation and such assets shall be distributed to the holders of the outstanding common voting shares without distinction according to their respective shares.

Article IV
Principal Office

The address of the principal office of the Corporation is 12910 SW 133d Court Suite D, Miami, Florida 33186.

Article V
Agent For Service Of Process

The following individual is designated as the agent of the Corporation upon whom process in any action or proceeding against it may be served.

Alan S. Fine, Esq.
2333 Ponce De Leon Blvd.
Suite 303
Coral Gables, Florida 33134

Article VI
Incorporator

The names and addresses of the Incorporator is:

Alan S. Fine, Esq.
2333 Ponce De Leon Blvd.
Suite 303
Coral Gables, Florida 33134

Article VII
Purpose And Power

The corporation shall be used to acquire aircraft for export and for other aviation sales and leasing activities.

Article VIII
Directors

The number of Directors constituting the initial Board of Directors is one. The name and address of the person, who is to serve as Director until the first annual meeting of Shareholders or until its successor is elected and shall qualify, is:

Name and Address

Amaranta Tablada
12910 SW 133d Court Suite D
Miami Florida 33186

After the initial Board of Directors, the Board shall consist of such number of Directors as shall be fixed by the Bylaws of the Corporation.

Each Director shall hold office for the term for which he or she is elected and until his or her successor shall have been elected and qualified, unless removed from office by a majority vote of the Shareholders represented at a special meeting of Shareholders properly called and held in accordance with the Articles Of Incorporation and Bylaws of the Corporation.

Article IX
Officers

The Officers of the Corporation may consist of a President, Vice President, and such other Officers and assistant Officers as shall be named by the Board of Directors pursuant to the Bylaws of the Corporation. The initial Officers of the Corporation, who shall serve as such until the first meeting of the Board of Directors or until their successors are elected and shall qualify, are:

<u>Office</u>	<u>Name and Address</u>
President	Amaranta Tablada 12910 SW 133d Court Suite D Miami, Florida 33186
Vice President for Aircraft Operations	Luis Guillermo Angel Restrepo Calle 6 # 65E 58 Hangar 10 Aeropuerto Olaya Herrera Medellin, Colombia

The Vice President for Aircraft Operations does not, and shall not, have any operational control over the Corporation and shall not be entitled to vote on any matter brought before the Officers of the Corporation.

Article X
Corporate Seal

This Corporation shall have a corporate seal.

Article XI
Amendment Of Articles Of Incorporation

The Corporation reserves the right to amend, alter, change, or repeal any provisions contained in these Articles Of Incorporation in the manner now or hereafter prescribed by statute and all rights conferred upon Shareholders herein are granted subject to this reservation.

Dated: June 29, 2004



Alan S. Fine
Incorporator

Acceptance of Appointment as Registered Agent

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.

Dated: June 29, 2004



Alan S. Fine

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