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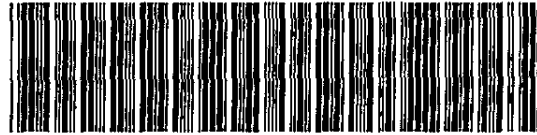
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2005 JUL 25 AM 9:39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Hampton JUL 26 2005

TRANSMITTAL LETTER

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

SUBJECT: ALTERNATIVE AERIAL IMAGING, 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: JOHN ZINGALE and JOSEPH ROYAL

Name (Printed or typed)

8920 NORTHWEST 8th STREET

Address

PEMBROKE PINES, FLORIDA 33024

City, State & Zip

305-804-0232

Daytime Telephone number

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

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ARTICLES OF INCORPORATION

2005 JUL 25 AM 9:39

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ALTERNATIVE AERIAL IMAGING, INC.

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation shall be: **ALTERNATIVE AERIAL IMAGING, INC.** (hereinafter called the "Corporation").

ARTICLE II

Duration and Existence

The Corporation shall have a perpetual existence, or until dissolved voluntarily by law.

ARTICLE III

Purpose

The purpose or purposes for which the Corporation is organized is to engage in the transaction of any or all lawful business for which the Corporation may be incorporated under the provisions of the Florida Business Corporation Act.

ARTICLE IV

Principal Office

The initial principal office and the mailing address of this Corporation shall be:

8920 Northwest 8th Street
Pembroke Pines, Florida 33024

ARTICLE V

Directors and Officers

(a) The initial number of Directors are two (2). The number of Directors may be increased or diminished from time to time by the By-Laws of the Corporation, but shall never be less than a minimum number of two (2) Directors. The initial Directors shall be appointed by the Incorporators.

(b) Initial Directors: The names and street addresses of the initial members of the Board of Directors of the Corporation are:

Name:	Street Address:
JOHN C. ZINGALE	8920 Northwest 8 th Street Pembroke Pines, Florida 33024
JOSEPH R. ROYAL	12540 Southwest 33 rd Street Miami, Florida 33175

(c) Initial Officers: The names and street addresses of the initial officers of the Corporation are:

PRESIDENT	JOHN C. ZINGALE 8920 Northwest 8 th Street Pembroke Pines, Florida 33024
VICE PRESIDENT	JOSEPH R. ROYAL 12540 Southwest 33 rd Street Miami, Florida 33175
SECRETARY	JOHN C. ZINGALE 8920 Northwest 8 th Street Pembroke Pines, Florida 33024
TREASURER	JOHN C. ZINGALE 8920 Northwest 8 th Street Pembroke Pines, Florida 33024

ARTICLE VI

Shares

The maximum number of shares of stock that this Corporation is authorized to issue is 500 with a par value of \$1.00 per common share of stock

Shareholders shall not have preemptive rights.

Shareholders shall not have cumulative voting rights.

ARTICLE VII

Initial Registered Agent and Street Address

The name and street address of the initial Registered Agent is:

JOHN C. ZINGALE	8920 Northwest 8 th Street Pembroke Pines, Florida 33024
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ARTICLE VIII

Incorporators

The names and street addresses of the Incorporators of these Articles of Incorporation are:

JOHN C. ZINGALE

8920 Northwest 8th Street
Pembroke Pines, Florida 33024

JOSEPH R. ROYAL

12540 Southwest 33rd Street
Miami, Florida 33175

ARTICLE IX

Indemnification

This corporation shall indemnify to the fullest extent permitted under and in accordance with the laws of the State of Florida any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative by reason of the fact that he is or was director or officer of this corporation, or is or was serving at the request of this corporation as a director, officer, trustee, employee or agent of or in any other capacity with another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceeding, unless such person breached or failed to perform his duties as an officer, director, employee or agent of this corporation and such breach constitutes:

(1) a violation of criminal law, unless the director, officer, employee or agent had reasonable cause to believe his conduct was lawful or had no reasonable cause to believe his conduct was unlawful;

(2) a transaction from which the director, officer, employee or agent derived an improper personal benefit, either directly or indirectly; or

(3) recklessness or an act or omission which was committed in bad faith or with malicious purpose in a manner exhibiting wanton and willful disregard for human rights, safety, or property.

A judgment or other final adjudication against a director, officer, employee or agent of this corporation in any criminal proceeding for violation of criminal law shall estop such person from contesting the fact that his breach or failure to perform constitutes a violation of the criminal law, but such judgment or other final adjudication shall not stop such person from establishing that he had reasonable cause to believe that his conduct was lawful or had no reasonable cause to believe that his conduct was unlawful.

The indemnification provided by this Article shall continue as to an Indemnified Person who has ceased to be a director or officer or employee and shall inure to the benefit of the estate, heirs, personal representatives, beneficiaries, executors and administrators of such a person. All rights to indemnification and advances under this Article shall be deemed to be a contract between the Corporation and each Indemnified Person at any time while this Article is in effect. Any repeal or modification of this Article or any repeal or modification of relevant provisions of the Florida Business Corporation Act or any other applicable laws shall not in any way diminish the rights to indemnification of such Indemnified Person or the obligations of the Corporation arising hereunder for claims relating to matters occurring prior to the repeal or modification.

ARTICLE X
Amendment

The 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 shareholder(s) is subject to this reservation.

ARTICLE XI
By-Laws

The By-Laws may be adopted, altered, amended, or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any By-Laws adopted by shareholders if the shareholders specifically provide such By-Laws are not subject to amendment or repeal by the directors.

IN WITNESS WHEREOF, the Incorporators have executed these Articles of Incorporation this 22nd day of July, 2005.


JOHN C. ZINGALE, Incorporator


JOSEPH R. ROYAL, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


JOHN C. ZINGALE
Registered Agent