

28-07 01:05 P.01/01-701 Page 1 of 1
P01000075898

Florida Department of State
Division of Corporations
Public Access System

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.

(((H07000169698 3)))



H070001696983ABCD

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:

Rosa Wong, Paralegal
Account Name : AKERMAN SENTERFITT (MIAMI)
Account Number : 075471001363
Phone : (305)374-5600
Fax Number : (305)374-5095

FILED
07 JUN 29 PM 1:35
SECRETARY OF STATE
DIVISION OF CORPORATIONS

FLORIDA PROFIT/NON PROFIT CORPORATION

FROST AVIATION CORP.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
| Certified Copy | 1 |
| Page Count | 03 |
| Estimated Charge | \$78.75 |

Electronic Filing Menu

Corporate Filing Menu

Help

7/2/07

H07000169698 3

07 JUN 29 PM 1:35

**ARTICLES OF INCORPORATION
OF**

FROST AVIATION CORP.

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

**ARTICLE I
NAME**

The name of the corporation is **FROST AVIATION CORP.**, (hereafter called the "Corporation").

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The initial principal office and mailing address of the Corporation is:

4400 Biscayne Boulevard
Suite 900
Miami, Florida 33137

**ARTICLE III
PURPOSE**

The purpose for which the Corporation is organized is to transact any lawful business.

**ARTICLE IV
CAPITAL STOCK**

The number of shares of stock that the Corporation is authorized to issue is One Thousand (1,000) shares, par value \$0.01 per share, of common stock. Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the Corporation's initial registered office is c/o Mary V. Carroll, One S.E. Third Avenue, 25th Floor, Miami, Florida 33131. The name of the Corporation's initial registered agent at that office is American Information Services, Inc.

H07000169698 3

H07000169698 3

ARTICLE VI
INITIAL DIRECTOR

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors is one, and the name and address of the member of the initial Board of Directors, who will serve as the Corporation's director until his successors are duly elected and qualified are:

Philip Frost
4400 Biscayne Boulevard
Suite 900
Miami, Florida 33137

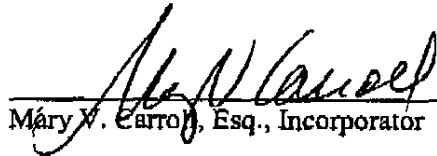
ARTICLE VII
INCORPORATOR

The name and address of the incorporator of the Corporation is Mary V. Carroll, One S.E. Third Avenue, 25th Floor, Miami, Florida 33131.

ARTICLE VIII
INDEMNIFICATION

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned being the Incorporator named above, has executed these Articles of Incorporation this June 29, 2007.


Mary V. Carroll, Esq., Incorporator

H07000169698 3

{M2567757;1}

H07000169698 3

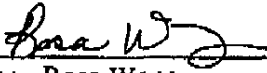
**CERTIFICATE OF ACCEPTANCE BY
REGISTERED AGENT**

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent and registered office of **FROST AVIATION CORP.**, a Florida corporation (the "Corporation"), in the Corporation's articles of incorporation:

Having been named as registered agent and to accept service of process for the Corporation at the registered office designated in the Corporation's articles of incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this June 29, 2007.

AMERICAN INFORMATION SERVICES, INC.,
as register agent

By: 
Name: Rosa Wong
Title: Assistant Secretary

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
07 JUN 29 PM 1:35

H07000169698 3

{M2567757;l}