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08 JAN -2 AM 7:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE 1/1/08

MRS
1/15

108-147

Aviation Resource Management

January 11, 2008

Florida Department of State
Division of Corporations
Corporate Filings
Post Office Box 6327
Tallahassee, Florida 32314
ATTENTION: Ms. Ruby Dunlap

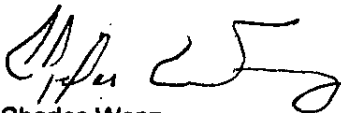
Dear Ms. Dunlap:

Enclosed are two (2) copies of the corrected Articles of Incorporation for Aviation Resource Management, Incorporated.

Our payment of eighty-seven dollars and fifty cents (\$87.50) for the cost of Filing Fees, Registered Agent Designation, Certified Copies, and Certificate of Status was received under documented number W08000000147

Should you have any questions concerning this submission please contact me at (941) 962-6463.

Respectfully,



Charles Wenz
Registered Agent for Aviation Resource Management, Incorporated



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED

08 JAN 10 AM 8:00

DIVISION OF CORPORATIONS

January 2, 2008

AVIATION RESOURCE MANAGEMENT
CHARLES WENZ, REG. AGENT
1214 75TH STREET WEST
BRADENTON, FL 34209

SUBJECT: AVIATION RESOURCE MANAGEMENT
Ref. Number: W08000000147

We have received your document for AVIATION RESOURCE MANAGEMENT and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6879.

Ruby Dunlap
Regulatory Specialist II
New Filing Section

Letter Number: 108A00000111

ARTICLES OF INCORPORATION

OF

Aviation Resource Management, Incorporated

PREAMBLE

We, the undersigned, do hereby associate ourselves under the following Articles, for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation shall be:

Aviation Resource Management, Incorporated

ARTICLE II

GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is:

- (1) To engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

CORPORATE POWERS

This Corporation shall have the powers now and hereafter granted corporations for profit under the laws of the State of Florida, including, but not limited to, power to:

- (1) Elect or appoint such officers and agents as its affairs shall require, and allow them suitable compensation.
- (2) Adopt, change, amend, and repeal by-laws, not inconsistent with law or its Certificate of Incorporation, for the exercise of its corporate powers, the management, regulation and government of its stocks or other evidence of interest, and the calling and holding of meetings of its Stockholders.
- (3) Increase, or diminish, by vote of its stockholders, change as the By-Laws may direct, the number of directors.
- (4) Make and enter all contracts necessary and proper for the conduct of its business.
- (5) Conduct business, have one (1) or more officers and, buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal (tangible and intangible) property or any interest therein of any nature whatsoever in this state, and in any of the several states, territories, possessions and dependencies of the United States, the District of Columbia, and foreign countries.
- (6) Purchase the corporate assets of any other corporation and engage in the same character of business.
- (7) Acquire, take, hold, sell and dispose of patents, copyrights, trade marks and any licenses or other interests thereunder or therein.
- (8) Acquire, take, hold, sell and convey such property as may be necessary in order to obtain or secure payment of any indebtedness or liability to it.
- (9) Guarantee, endorse, purchase, deal in, hold, sell, transfer, mortgage, exchange, pledge or otherwise dispose of, alone, in syndicate, or otherwise in conjunction with others, the shares of the capital stock of, or the bonds, securities or other evidences of indebtedness created by any other corporation, association, partnership, syndicate, entity, person or governmental, municipal or public authority in this state or any other state or government and, while owner thereof, exercise all rights, power and privileges of ownership, including voting rights.
- (10) Purchase, hold, sell and transfer shares of its own capital stock, provided that it shall not purchase any of its own capital stock except from the surplus of its assets over its liabilities including capital.

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TALLAHASSEE, FLORIDA

EFFECTIVE DATE 1/1/88

- (11) Contract debts and borrow money at such rates of interest not to exceed the lawful interest rate and upon such terms as it, or its Board of Directors, may deem necessary or expedient and shall authorize and agree upon, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, whether secured or unsecured, including obligations which are convertible to capital stock of the corporation, and execute such mortgages and other instruments upon or encumbering its property or credit to secure the payment of money borrowed or owing by it, as occasion may require and the Board of Directors may deem expedient; and
- (a) Provide in such instruments for transferring Corporate property of every kind and nature then belonging to or thereafter acquired by it, as security for any bonds, notes, debenture or other evidence of indebtedness issued or debts or sums of money owing by it; and
 - (b) Provide in case of the sale of any property by virtue of any such instrument of or any foreclosure, the party acquiring title shall have the same rights, privileges, grants, franchises, immunities and advantages, in and by such instruments enumerated or conveyed, as belonging to and were enjoyed by it.
- (12) Lend and advance money, extend credit, take notes and any kind or nature of evidence of indebtedness therefore.
- (13) Make gifts for charitable, educational, or scientific purposes.
- (14) Indemnify any person made a party, or threatened to be made a party, to any threatened, pending, or completed action, suit, or proceeding:
- (a) Whether civil, criminal, administrative, or investigative, other than one by or, in the right of the corporation to procure a judgment in favor, brought to impose a liability or penalty on such person for an act alleged to have been committed by such person in his or her capacity of director, officer, employee, or agent of the corporation, partnership, joint venture, trust, or other enterprise which he or she served as such at the request of the corporation, against judgments, fines, amounts paid in settlement and reasonable expenses, including attorney's fees. Actually and necessarily incurred as a result of such action, suit, proceeding, or any appeal therein, if such person acted in good faith and in the reasonable belief that such action was in the best interest of the corporation, and in criminal actions or proceedings, without reasonable grounds for belief that such action was unlawful. The termination of any such action, suit, or proceeding by judgment, order, settlement, conviction, or upon a plea of Nolo Contendere or its equivalent shall not in itself create a presumption that any such director or officer did not act in good faith and in the reasonable belief that such action was in the best interest of the corporation or that he or she had reasonable grounds for belief that such action was unlawful.
 - (b) By or in the right of the corporation to procure a judgment in its favor by reason of his or her having been a director, officer, employee, or agent of the corporation, or of any other corporation, partnership, joint venture, trust, or other enterprise which he or she served as such at the request of the corporation, against the reasonable expenses, including attorney's fees, actually and necessarily incurred by him or her in connection with the defense or settlement of such action, or in connection of an appeal therein, if such person acted in good faith and in the reasonable belief that such action was in the best interest of the corporation. Such person shall not be entitled to indemnification in relation to matters of negligence or misconduct in the performance of his or her duties to the corporation unless, and only to the extent that, the court, administrative agency, or investigative body before which such action, suit, or proceeding is held shall determine upon application that, despite the adjudication of liability but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnification for such expenses which tribunal shall deem proper.
 - (c) To the extent that a director, officer, employee or agent of a corporation is successful on the merits or otherwise in defense of any action, suit, or proceeding referred to in Paragraph (a) or (b) of this Article, or in any defense of any claim, issue, or matter therein, he or she shall be indemnified against the reasonable expense, including attorney's fees, actually and necessarily incurred by him or her in connection therewith.
 - (d) If a determination is made that the indemnification of the director, officer, employee or agent is proper in the circumstances because such person has met the applicable standard of conduct set forth in Paragraph (a) or (b) of this Article, unless indemnification is ordered by the tribunal before which such action, suit, or proceeding is held. Such determination shall be made either by the Board of Directors or a majority vote of a quorum consisting of directors who were not parties to such action, suit, or proceeding, or by the shareholders who were not party to such action, suit, or proceeding.

- (15) Pay expenses incurred in defending any action, suit, or proceeding in advance of the final disposition of such action suit, or proceeding as authorized in the manner provided by in Paragraph (d) of Subsection (14) upon receipt of an undertaking by or on behalf of the director, officer, employee or agent to repay such amount unless it shall be ultimately be determined that he or she is entitled to be indemnified by the corporation as authorized by this section.
- (16) Indemnify any person, if the requirements of Subsections (14) and (15) are met, without affecting any other rights to which those indemnified may be entitled under any by-law, agreement, vote of shareholders, or disinterested directors, or otherwise, both as to action in another capacity while holding such office and shall continue as to a person who has ceased to be a director, officer, employee or agent of the corporation and shall inure to the benefit of the heirs, executors and administrators of such person.
- (17) Purchase and maintain insurance on behalf of any person who was a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against liability asserted against him or her and incurred by him or her in any such capacity or arising out of his or her status as such, whether or not the corporation would have the power to indemnify him or her against such liability under the provisions of Subsection (12).
- (18) Enter into general partnerships, limited partnerships (whether the corporation be limited or general partner), joint ventures, syndicates, pools, associations and other arrangements for carrying on one or more of the purposes set forth in its Articles of Incorporation, jointly or in common with others, so long as the participating corporation, person, or association would have the power to do so alone.

ARTICLE IV

CAPITAL STOCK

- (1) This corporation shall be authorized to have outstanding at any time a maximum of 10,000 shares of stock at the par value of \$1.00.
- (2) Shares of stock may be issued in consideration of the payment of the entire purchase price or only part of the purchase price, as may be determined by the Board of Directors, which payment may be made in cash, property, or in services. Shares issued in consideration of only part of the purchase price:
 - (a) Shall be subject to calls thereon, in amounts and at such times as the Board of Directors may determine until the whole thereof shall have been paid; and
 - (b) Shall participate in dividends upon the basis of the amount actually paid on the respective shares; and
 - (c) Certificates issued thereafter shall bear endorsement as the actual amount paid thereon.
- (3) No stock in this corporation shall be sold or transferred other than by operation of law, unless and until the record owner thereof shall have given written notice, by certified mail, to the corporation at its principal office, setting forth a desire to sell such stock, together with the price, terms and conditions upon which said stock shall be offered for sale. The corporation, if it elects, or its stockholders, shall have an exclusive right to purchase said stock at the price and upon the terms and conditions set forth in said notice at any time within thirty (30) days of the corporation's receipt thereof. Upon failure of the corporation or its shareholders to exercise such rights within such thirty (30) day period, said stock may be offered for sale to others, but only at the price and upon the terms and conditions stated in said notice.

ARTICLE V

TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VI

DIRECTORS

- (1) The business of this corporation shall be conducted by a Board of Directors consisting of one or more Directors.
- (2) Members of the Board of Directors or an Executive Committee of such Board will be deemed present and may conduct business at any meeting of such Board or Committee by means of a conference telephone or if similar communications equipment is used so that all persons participating in the meeting can hear each other.

- (3) The names and street addresses of the members of the first Board of Directors of this corporation, who shall hold office for the first year of its existence, or until their successors are elected and qualified are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Janet Elizabeth Gallagher	1214 75 th Street West Bradenton, Florida 34209-3316
	Mailing Address: 1214 75 th Street West Bradenton, Florida 34209-3316

ARTICLE VII

OFFICERS

The name and address of the initial officers of this corporation is as follows:

President:

Janet E. Gallagher	1214 75 th Street West Bradenton, Florida 34209-3316
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Secretary:

Charles J. Wenz	1214 75 th Street West Bradenton, Florida 34209-3316
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Treasurer:

Charles J. Wenz	1214 75 th Street West Bradenton, Florida 34209
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ARTICLE VIII

STREET ADDRESS AND DESIGNATION OF REGISTERED AGENT

Aviation Resource Management, Incorporated desiring to organize under the laws of the State of Florida has designated its principal office at: 1214 75th Street West, Bradenton, Florida 34209-3316 and has named its initial Registered Agent, Charles J. Wenz whose address is 1214 75th Street West, Bradenton, Florida 34209.

ARTICLE IX

SUBCRRIBERS

The name and address of the Subscribers to these Articles of Incorporation is as follows:

Janet E. Gallagher	1214 75 th Street West Bradenton, Florida 34209
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ARTICLE X

COMMENCMENT OF CORPORATE EXISTANCE

In accordance with the provisions of Section 607-167, the effective date of incorporation is specified to be the 1st day of January, 2008, which is the date on which these Articles have been subscribed and acknowledged.

FILED

08 JAN -2 AM 7:38

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

ACKNOWLEDGEMENT OF REGISTERED AGENT

I, Charles Wenz having been named to accept Service of Process for Aviation Resource Management, Incorporated, a Florida Corporation at the place designated in Article VIII of the attached Articles of Incorporation, and

I hereby accept to act in this capacity, and

agree to comply with the provisions of said act relative to keeping open said office.

DATED this 1st day of January, 2008.

A handwritten signature in dark ink, appearing to read 'Charles Wenz', is written over a horizontal line.

Charles Wenz

Registered Agent

A handwritten signature in dark ink, appearing to read 'Janet E. Gallagher', is written over a horizontal line.

Janet E. Gallagher

Subscriber