

P13000005112

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Ms. Moore **GAVE**

AUTHORIZATION BY PHONE TO

CORRECT effective date

DATE 1/15/13

DOC. EXAM VH

W12-60886

Office Use Only



200242406142

12/06/12--01004--007 **70.00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VH

COVER LETTER

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

SUBJECT: Air Alliance, 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: Air Alliance, Inc.
Name (Printed or typed)
99490 Overseas Hwy
Address
Key Largo, FL 33037
City, State & Zip
305-393-1350
Daytime Telephone number
lmoore@airalliance.co
E-mail address: (to be used for future annual report notification)

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 7, 2012

LYNN D. MOORE
99490 OVERSEAS HIGHWAY
KEY LARGO, FL 33037

SUBJECT: AIR ALLIANCE, INC.
Ref. Number: W12000060886

We have received your document for AIR ALLIANCE, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable because it is the same as or not distinguishable from an existing entity. If the principals are the same in both entities, please send a letter or affidavit advising us of this association, along with your articles so that we may complete the filing process.

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

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) 245-6052.

Valerie Herring
Regulatory Specialist II
New Filing Section

Letter Number: 512A00029042

December 30, 2012

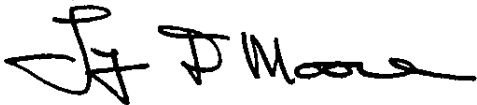
Valerie Herring, Regulation Specialist
Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Dear Value:

This is in response to the attached letter. You indicate that there may be name confusions. Acutely, Air Alliance, LLC will be a 25% owner and an affiliate of Air Alliance, Inc.; which has several other owners. I am a 51% owner of Air Alliance, LLC and my husband owns the other 49%. We give permission for the use of the Air Alliance name to Air Alliance, Inc.

Due to the signing of some contracts, we are going to keep the indicated incorporation date, but thank you for your consideration in offering an alternative date.

Lynn D. Moore

A handwritten signature in black ink, appearing to read "L D Moore", with a stylized initial "L" and "D".

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TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

Of

AIR ALLIANCE, INC.

ARTICLE I

The name of the corporation is AIR ALLIANCE, INC. (the "Corporation"),

ARTICLE II

The address of the principal office and the mailing address of the Corporation is 99490 Overseas Highway, Key Largo, FL 33037.

ARTICLE III

The principal purpose of the Corporation shall be any lawful purpose.

ARTICLE IV

This Corporation shall have authority to issue One Thousand (100,000) shares of Common Stock having a par value of \$1.00 per share.

ARTICLE V

The Corporation shall hold a special meeting of shareholders only:

(1) On call of the Board of Directors or persons authorized to do so by the- Corporation's Bylaws; or

(2) If the holders of not less than 50 percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE VI

The street address of the Corporation's Initial registered office is 99490 Overseas Highway, Key Largo, FL 33037 and the name of its initial registered agent at such office is Lynn D. Moore.

ARTICLE VII

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 five, and the names and addresses of the Members of the Initial Board of Directors, who will serve as the Corporation's directors until successors are duly elected and qualified are:

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Board Members:

Steve Crawford, Vice President of Engineering and Technical Sales
and Chairman of the Board

Initial Period 3 Years
99490 Overseas Highway
Key Largo, FL 33037

Lynn D. Moore, Chief Financial Officer and Corporate Secretary, Board
Member

Initial Period 3 Years
99490 Overseas Highway
Key Largo, FL 33037

Randy Carpenter, Vice President of Marketing and Sales, Board Member

Initial Period 3 Years
99490 Overseas Highway
Key Largo, FL 33037

Michael L. Moore, Vice President of Research, Engineering and FAA
Certifications, Board Member

Initial Period 3 Years
99490 Overseas Highway
Key Largo, FL 33037

Jon Weninger, President, Board Member

Initial Period 3 Years
99490 Overseas Highway
Key Largo, FL 33037

ARTICLE VIII

The name of the Incorporator is Lynn D. Moore 99490 Overseas
Highway, Key Largo, FL 33037.

ARTICLE IX

The initial date of the Corporation shall be ~~November 29, 2012~~
January 7, 2013

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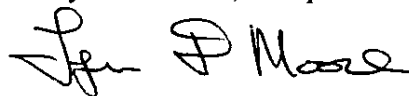
ARTICLE X

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.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

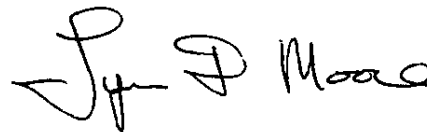
IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a Corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 28th day of November 2012.

Lynn D. Moore, Incorporator

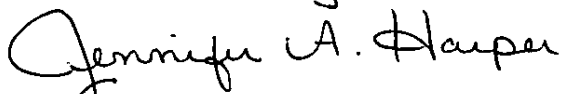


The undersigned, having been named the Registered Agent of Air Alliance, Inc., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.

Lynn D. Moore, Registered Agent



December 3, 2012
State of Florida
Monroe County


Jennifer A. Harper

