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(Requestor's Name)

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(City/State/Zip/Phone #)

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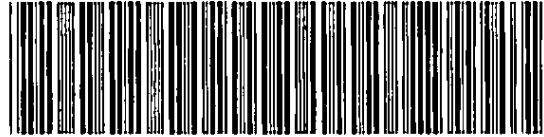
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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08/16/17--01016--004 **70.00

FILED
17 AUG 16 AM 10:30
CLERK OF DISTRICT COURT
FALL HARBOR, FLORIDA

08/17/17

***Carney Stanton
Attorneys at Law
4000 Ponce de Leon Boulevard
Suite 470
Coral Gables, Florida 33146
305-777-0261
305-777-0449 fax
stanton@carneystanton.com***

August 15, 2017

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

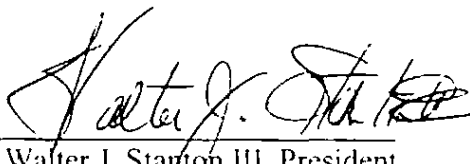
RE: Articles of Incorporation

Enclosed please find a check in the amount of \$70 representing the fee for filing Articles of Incorporation; a Cover Letter along with an original and one copy of the Articles of Incorporation for Aero Design Labs. Inc.

Should you need any additional information, please feel free to contact me.

Sincerely,

Carney Stanton P.L.

By: 
Walter J. Stanton III, President

COVER LETTER

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

SUBJECT: Aero Design Labs, 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: Walter J. Stanton III, Carney Stanton P.L.

Name (Printed or typed)

4000 Ponce De Leon Boulevard, suite 470

Address

Coral Gables, Florida 33146

City, State & Zip

305-458-5131

Daytime Telephone number

stanton@carneystanton.com

E-mail address: (to be used for future annual report notification)

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

ARTICLES OF INCORPORATION
In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)
OF
Aero Design Labs, Inc.

17 AUG 16 AM 10:30
OFFICE OF THE CLERK
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

ARTICLE I: NAME

The name of the corporation is Aero Design Labs, Inc. ("*Company*").

ARTICLE II: PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The address of the registered office of the Company is 2506 Gravel Drive, Fort Worth, Texas 76118.

ARTICLE III: PURPOSE

The purpose of the Company is to engage in any lawful act or activity for which a corporation may be organized under the Florida Business Corporation Act ("*Act*").

ARTICLE IV: SHARES

A. The total number of shares which the Company is authorized to issue is 11,500,000. shares of common stock par value \$0.01 per share ("*Common Stock*"). 800,000 shares of the authorized shares of Common Stock are hereby designated Class A Common Stock ("*Class A Common Stock*") and 10,700,000 shares of the authorized Common Stock are hereby designated Class B Common Stock ("*Class B Common Stock*").

B. The number of authorized shares of Common Stock or any class thereof may be increased or decreased (but not below the number of shares of Common Stock then outstanding) by the affirmative vote of the holders of a majority of the Class B Common Stock.

C. Except as otherwise provided in these Articles of Incorporation or required by applicable law, shares of Common Stock shall have the same rights and powers, rank equally (including as to dividends and distributions, and on any liquidation, dissolution or winding up of the corporation), share ratably and be identical in all respects as to all matters.

D. VOTING RIGHTS OF COMMON STOCK

(a) **Class A Common Stock.** Except as required by law, the Class A Common Stock will have no voting rights and no holder thereof shall be entitled to vote on any matter.

(b) **Class B Common Stock.** Each holder of shares of Class B Common Stock will be entitled to one vote for each share thereof held at the record date for the determination of the stockholders entitled to vote on such matters or, if no such record date is established, the date such vote is taken or any written consent of stockholders is solicited.

E. LIQUIDATION RIGHTS.

In the event of a Liquidation Event, after the payment of obligations required by the Act, the remaining assets of the Company legally available for distribution to stockholders shall be distributed on an equal priority, pro rata basis to the holders of Common Stock, however, that for the avoidance of doubt, consideration to be paid or received by a holder of Common Stock in connection with any Liquidation Event pursuant to any employment, consulting, severance or similar services arrangement shall not be deemed to be "distribution to holders of Common Stock" for the purpose of this Section 2.

F. NO PREEMPTIVE RIGHTS.

(a) **Preemptive Rights.** No stockholder of the Company shall have a right to purchase shares of capital stock of the Company sold or issued by the Company except to the extent that such a right may from time to time be set forth in a written agreement between the Company and a stockholder.

ARTICLE V: INITIAL OFFICERS AND/OR DIRECTORS

The initial Director and Officers of the Company are:

Lee Sanders, Director, President and Secretary

ARTICLE VI: REGISTERED AGENT

The name and Florida street address of the registered agent is:

Name: Carney Stanton P.L.

Address: 4000 Ponce De Leon Boulevard

Suite 470

Coral Gables, FL 33146

ARTICLE VII: INCORPORATOR

The name and address of the incorporator is:

Name: Lee Sanders

Address: 1111 S.W. 1st Avenue

Suite 3120

Miami, FL 33130

ARTICLE VIII: DIRECTOR LIABILITY

A. The liability of the directors of the Company for monetary damages shall be eliminated to the fullest extent under applicable law.

B. To the fullest extent permitted by applicable law, the Company is authorized to provide indemnification of (and advancement of expenses to) directors, officers and agents of the Company (and any other persons to which applicable law permits the Company to provide indemnification) through Bylaw provisions, agreements with such agents or other persons, vote of stockholders or disinterested directors or otherwise in excess of the indemnification and advancement otherwise permitted by such applicable law. If applicable law is amended after approval by the stockholders of this Article V to authorize corporate action further eliminating or limiting the personal liability of

directors, then the liability of a director to the Company shall be eliminated or limited to the fullest extent permitted by applicable law as so amended.

C. Any repeal or modification of this Article V shall only be prospective and shall not affect the rights or protections or increase the liability of any director under this Article V in effect at the time of the alleged occurrence of any act or omission to act giving rise to liability or indemnification.

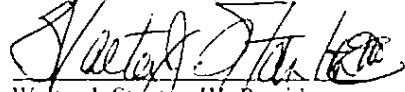
D. The Company renounces any interest or expectancy of the Company in, or in being offered an opportunity to participate in, any Excluded Opportunity. An " *Excluded Opportunity* " is any matter, transaction or interest that is presented to, or acquired, created or developed by, or which otherwise comes into the possession of, any director of the Company who is not an employee of the Company or any of its subsidiaries, (collectively, " *Covered Persons* "). unless in either case such matter, transaction or interest is presented to, or acquired, created or developed by, or otherwise comes into the possession of, a Covered Person expressly and solely in such Covered Person's capacity as a director of the Company.

ARTICLE IX: EFFECTIVE DATE

These Articles of Incorporation of this Company shall be deemed effective upon filing with the Secretary of State of the State of Florida.

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 register agent and agree to act in this capacity

Carney Stanton P.L.



By: Walter J. Stanton III, President
Registered Agent

August 15, 2017

I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided in s.817.155, F.S.



Lee Sanders, Incorporator

August ¹⁴, 2017

RECEIVED
17 AUG 15 AM 10:30
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA