

8/22/2017

Division of Corporations

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

*the correct  
one*

**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.**

(((H17000250166 3)))



H170002501663ABC

**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)617-6381

From: Account Name : GUNSTER, YOAKLEY & STEWART, P.A.  
Account Number : 076117000420  
Phone : (561)650-0728  
Fax Number : (561)671-2527

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

Email Address: rgoldston@gunster.com

**FLORIDA PROFIT/NON PROFIT CORPORATION  
JETAPPSTER INC.**

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$87.50

N. SAMS

SEP 25 2017

Electronic Filing Menu

Corporate Filing Menu

Help

FAX AUDIT NUMBER  
H17000250166 3

**ARTICLES OF INCORPORATION**  
**OF**  
**JETAPPSTER INC.**  
*(A Florida For Profit Corporation)*

*The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, pursuant to Section 607.0201 of the Florida Business Corporation Act (the "Act"), hereby adopts the following Articles of Incorporation:*

**ARTICLE 1**

**NAME**

The name of the Corporation is Jetappster Inc. (the "Corporation").

**ARTICLE 2**

**DURATION AND EXISTENCE**

The Corporation shall exist perpetually.

**ARTICLE 3**

**PURPOSE**

The purpose of the Corporation shall be to engage in any lawful act or activity for which corporations may be organized and incorporated under the Act.

**ARTICLE 4**

**PRINCIPAL OFFICE AND MAILING ADDRESS**

The initial principal office address and mailing address of the Corporation is 401 E. Las Olas Blvd., Suite 1400, Fort Lauderdale, FL 33301.

**ARTICLE 5**

**CAPITAL STOCK**

The Corporation is authorized to issue up to 40,000,000 shares of common stock, no par value per share. The Corporation is authorized to issue up to 10,000,000 shares of preferred stock ("Preferred Stock"), which shall constitute a separate and single class of shares that may be issued in one or more series.

The Board of Directors of the Corporation is vested with the authority to establish, in its discretion, the voting rights and other designations, preferences, rights, qualifications, limitations, and restrictions, if any, of each such series by the adoption and filing in accordance with the Act, before any such issuance of any shares of such series, of an amendment or amendments to these Articles of Incorporation determining the terms of such series, which amendment need not be approved by the

FAX AUDIT NUMBER  
H17000250166 3

17 SEP 22 PM 3:11  
RECORDED  
CLERK OF CIRCUIT COURT  
FLORIDA

FAX AUDIT NUMBER  
H17000250166 3

shareholders or holders of any class or series of shares except as provided for bylaw. All shares of Preferred Stock of the same series shall be identical with each other in all respects.

#### ARTICLE 6

##### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 600 Brickell Avenue, Suite 3500, Miami, FL 33131, and the name of the initial registered agent of the Corporation at that address is GY Corporate Services, Inc.

#### ARTICLE 7

##### INCORPORATOR

The name and street address of the incorporator of the Corporation is:

Barry S. Cohen  
c/o Jetappster Inc.  
401 E. Las Olas Blvd., Suite 1400  
Fort Lauderdale, FL 33301

#### ARTICLE 8

##### INDEMNIFICATION

Provided the person proposed to be indemnified satisfies the requisite standard of conduct for permissive indemnification by a corporation as set forth in the applicable provisions of the Act (currently Sections 607.0850(1) and (2) of the Florida Statutes), as the same may be amended from time to time, the Corporation shall indemnify its officers and directors, and may indemnify its employees and agents, to the fullest extent permitted by the provisions of such Act (subject to any limitations contained in an agreement entered into by such person and the Corporation), from and against any and all of the expenses or liabilities incurred in defending a civil, criminal, administrative or investigative action, suit or proceeding (collectively, "proceeding") (other than in a proceeding (a) initiated by such person (unless authorized by the Board of Directors of the Corporation), or (b) wherein the Corporation and such person are adverse parties except for proceedings brought derivatively or by any receiver or trustee) or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings, both as to action in their official capacity and as to action in any other capacity while an officer, director, employee or other agent.

Expenses (including attorney's fees) incurred by an officer or director in defending any civil, criminal, administrative or investigative proceeding shall be paid by the Corporation in advance of the final disposition of such proceeding upon receipt of an undertaking by or on behalf of such director or officer to repay such amount if it shall ultimately be determined that he or she is not entitled to be indemnified by the Corporation as authorized in this section. Such expenses (including attorneys' fees) incurred by other employees and agents shall also be so paid upon such terms and conditions, if any, as the Board of Directors deems appropriate.

The indemnification and advancement of expenses provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement,

17 SEP 22 PM 3:11  
RECEIVED  
CORPORATE SERVICES, INC.  
FORT LAUDERDALE, FL 33301

FAX AUDIT NUMBER  
H17000250166 3

vote of shareholders or directors or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office. Such indemnification shall continue as to a person who has ceased to be a director, officer, employee or agent, and shall inure to the benefit of the heirs and personal and other legal representatives of such a person. Except as otherwise provided above, an adjudication of liability shall not affect the right to indemnification for those indemnified.

#### ARTICLE 9

##### BYLAWS

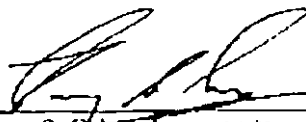
The bylaws may be adopted, altered, amended, or repealed by either the shareholders or the board of directors, but the board of directors may not amend or repeal any bylaws adopted by shareholders if the shareholders specifically provide such bylaws are not subject to amendment or repeal by the directors.

#### ARTICLE 10

##### AMENDMENT

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation on the 22<sup>nd</sup> day of September, 2017.

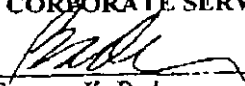
  
\_\_\_\_\_  
Barry S. Cohen, Incorporator

FAX AUDIT NUMBER  
H17000250166 3

**ACCEPTANCE BY REGISTERED AGENT**

Having been named as registered agent and to accept the service of process for the Corporation at the place designated in these Articles of Incorporation, GY Corporate Services, Inc. hereby accepts the appointment as registered agent and agrees to act in this capacity. GY Corporate Services, Inc. further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of the position as registered agent as provided for in Chapter 607, F.S.

**GY CORPORATE SERVICES, INC.**

By:   
Gregory K. Bader  
Vice President

Dated: September 22, 2017

FTL\_ACTIVE 50611663

FAX AUDIT NUMBER  
H17000250166 3