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(Requestor's Name)

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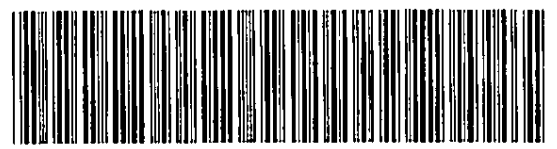
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TALLAHASSEE, FLORIDA

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BAKER DONELSON
BEARMAN, CALDWELL & BERKOWITZ, PC

SUNTRUST CENTER
200 SOUTH ORANGE
AVENUE
SUITE 2900

POST OFFICE BOX 1549
ORLANDO, FLORIDA 32801

PHONE: 407.422.6600
FAX: 407.841.0325

www.bakerdonelson.com

JANICE A. DEJULIO, CP
DIRECT: 407.367.5428
E-MAIL: JDEJULIO@BAKERDONELSON.COM

June 8, 2018

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 322301
Tel: 850-245-6052 Florida Department of State

Re: Airgroup USA, Inc. - Articles of Incorporation

Dear Filing Official:

Enclosed please find 1 original plus a copy of the Articles of Incorporation (with Designation of Registered Agent) for Airgroup USA, Inc. for filing with the Department of State, along with our Check No. 003394 in the amount of \$78.75 for the filing fee and a certified copy.

Please send the certified copy to us in the return Fed Ex envelope provided.

Best regards.


Jan DeJulio

Enclosures

4851-9424-6248 v1
2937097-000001

ARTICLES OF INCORPORATION

OF

AIRGROUP USA, INC.

The undersigned, being above the age of eighteen (18) years and competent to contract, for the purpose of organizing a corporation pursuant to the laws of the State of Florida, does hereby adopt the following Articles of Incorporation, and does hereby agree and certify as follows:

ARTICLE I

NAME

The name of this Corporation shall be Airgroup USA, Inc. (the "Corporation"), and its principal place of business and mailing address shall be located at: c/o Babione, Kuehler & Company, 4060 Edgewater Drive, Orlando, Florida 32804.

ARTICLE II

COMMENCEMENT OF CORPORATE EXISTENCE

The Corporation shall commence corporate existence on the date of filing these articles of incorporation with the Secretary of State of Florida and shall have perpetual existence unless sooner dissolved according to law.

ARTICLE III

PURPOSE: GENERAL POWERS

The general purpose of the Corporation shall be to own, lease, manage, and otherwise deal with United States real property, and to transact any and all lawful business related thereto. The Corporation shall have all of the powers enumerated in the Florida Business Corporation Act, as the same now exists and as hereafter amended, and all such other powers as are permitted by applicable law.

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ARTICLE IV

CAPITAL STOCK

1. **Number and Class of Shares Authorized; Par Value.** This Corporation is authorized to issue one hundred (\$100.00) shares of voting common stock, having one dollar (\$1.00) par value.

2. **Voting Rights.** The holders of common stock shall possess and exercise exclusive voting rights and at all meetings of the shareholders, each record holder of such stock shall be entitled to one vote for each share held. Shareholders holding common stock shall have no cumulative voting rights in any election of directors of the Corporation.

3. **Consideration for Issuance of Stock.** The Board of Directors of the Corporation may from time to time issue the authorized stock of the Corporation, or any part thereof, for such consideration as it may deem equivalent to or in excess of the par value thereof. The authorized stock of the Corporation may be paid for, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation at a fair valuation placed on such property or services by the Board of Directors. Future services evidenced by a written agreement shall constitute payment or part payment for the issuance of stock of the Corporation.

4. **No Preemptive Rights.** No shareholder of the Corporation shall have the right, upon the sale for cash or otherwise, of any new stock of the Corporation or of any stock of the Corporation held by it in its treasury or otherwise, of the same or any other kind, class or series as that which he already holds, to purchase his pro rata or any other share of such stock at the same price at which it is offered to others or at any other price.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of the Corporation shall be located at c/o Baker, Donelson, Bearman, Caldwell & Berkowitz, PC, 200 South Orange Avenue, Suite 2900, Orlando, Florida 32801, and the name of the initial registered agent of the Corporation at that address is Martha Anderson Hartley. The Corporation may change its registered agent or the location of its registered office, or both, from time to time without amendment of these articles of incorporation.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws. The name and street address of the initial director of the Corporation is:

Nicholas John Randall	Leys Cottage, Old Bix Road, Bix, Henley, Oxon, United Kingdom RH96BY
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ARTICLE VII

INCORPORATOR

The name and street address of the person signing these Articles as Incorporator is: Martha Anderson Hartley, c/o Baker, Donelson, Bearman, Caldwell & Berkowitz, PC, 200 South Orange Avenue, Suite 2900, Orlando, Florida 32801.

ARTICLE VIII

BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

ARTICLE IX

INDEMNIFICATION

The Corporation shall have all the powers and authority now or hereafter granted or permitted by law with respect to indemnification of directors, officers, employees and agents, and former directors, officers, employees and agents.

ARTICLE X

AMENDMENT

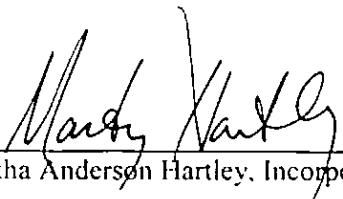
The Corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI

HEADINGS AND CAPTIONS

The headings or captions of these various articles of incorporation are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various articles shall not be influenced by any of said headings or captions.

IN WITNESS WHEREOF, the undersigned does hereby make and file these articles of incorporation declaring and certifying that the facts stated herein are true, and do hereby subscribe thereto and hereunto set her name and seal this 8th day of June, 2018.



Martha Anderson Hartley, Incorporator (SEAL)

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED AGENT
UPON WHOM PROCESS MAY BE SERVED**

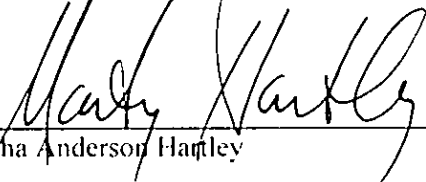
AIRGROUP USA, INC., desiring to organize as a domestic corporation or qualify under the laws of the State of Florida with its principal place of business at: c/o Babione, Kuehler & Company, 4060 Edgewater Drive, Orlando, Florida 32804, has named and designated: Martha Anderson Hartley, with the registered office located at c/o Baker, Donelson, Bearman, Caldwell & Berkowitz, PC, 200 South Orange Avenue, Suite 2900, Orlando, Florida 32801, as its Registered Agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

Having been named as Registered Agent for the Corporation at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity; and the undersigned is familiar with and accept the obligations of Section 607.0505, Florida Statutes, as the same may apply to the Corporation; and the undersigned further agrees to comply with the provisions of Florida Statutes, Section 48.091 and all other statutes, all as the same may apply to the Corporation relating to the proper and complete performance of the undersigned's duties as Registered Agent.

Dated as of this ____ day of June, 2018.

REGISTERED AGENT:



Martha Anderson Hartley