

P93000006218

Amelia Airways, Inc.  
31424 168th Way Southeast  
Auburn, WA 98092-1102

City/State/Zip

Phone #

900004137429--0  
-05/04/01--01108--008  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. \_\_\_\_\_  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
01 JUN -5 AM 11:15

- ☐ Walk in    ☐ Pick up time \_\_\_\_\_    ☐ Certified Copy  
☐ Mail out    ☐ Will wait    ☐ Photocopy    ☐ Certificate of Status

**NEW FILINGS**

- ☐ Profit  
☐ Not for Profit  
☐ Limited Liability  
☐ Domestication  
☐ Other

**AMENDMENTS**

- ☐ Amendment  
☐ Resignation of R.A., Officer/Director  
☐ Change of Registered Agent  
☐ Dissolution/Withdrawal  
☐ Merger

**OTHER FILINGS**

- ☐ Annual Report  
☐ Fictitious Name

**REGISTRATION/QUALIFICATION**

- ☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☐ Trademark  
☐ Other

*Amend*

V. SHEPARD JUN 5 2001

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

May 14, 2001

AMELIA AIRWAYS, INC.  
31424 168TH WAY SOUTHEAST  
AUBURN, WA 98092-1102

SUBJECT: AMELIA AIRWAYS, INC.  
Ref. Number: P93000006218

We have received your document for AMELIA AIRWAYS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please specify which article number you are amending, adding, or deleting.

The names of the shareholders are not listed with this office. —

Please return 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) 487-6909.

Velma Shepard  
Corporate Specialist

Letter Number: 801A00029214

*Rec'd 5/25*



Attn: Louise

FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

May 31, 2001

AMELIA AIRWAYS, INC.  
31424 168TH WAY SOUTHEAST  
AUBURN, WA 98092-1102

SUBJECT: AMELIA AIRWAYS, INC.  
Ref. Number: P93000006218

We have received your document for AMELIA AIRWAYS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

Please return 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) 487-6909.

Velma Shepard  
Corporate Specialist

Letter Number: 701A00033016

401 East Gaines Street

Tallahassee FL  
32399

Rec'd 6/5

253-631-5288

Karen

Dear Ms. Shepard

Per my conversation with Louise please find the amended articles of incorporation for Amelia Airways, Inc. along with copies of the last three letters I've received from your office. Please note the registered agent was changed and has accepted and signed the proper paperwork. Please expedite this matter as we need to get our accounts in order as soon as possible and have been unable due to the delay in the amendments.

Sincerely,

Karen Bhun

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
01 JUN -5 AM 11:15

Amelia Airways, Inc.

same

(present name)

*Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:*

**FIRST:** Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

ARTICLE I. NAME- The name of the corporation shall remain unchanged. The address of the principal office of this corporation shall be 5540 Northwest 23rd Avenue, Hangar #14, Fort Lauderdale Florida 33309, and the mailing address of the corporation shall be 31424 168th Way Southeast, Auburn, Washington 98092-1102.

ARTICLE IV. REGISTERED AGENT- The street address of the registered agent shall be 1131 Cove Lake Road, North Lauderdale Florida 33068, and the name of the registered agent of the corporation at that address is Steve M. Chestnutt.

ARTICLE VI. OFFICERS AND DIRECTORS- The names and street addresses of the directors whoshall hold office for the corporation, or until his successor is elected or appointed are Mark M. Chestnutt President/CEO 7124 West Greenwood Road, Spokane, Washington 99224. Mark A. Nilson Chairman, CFO, Corporate Secretary & Treasurer, 31424 168th Way Southeast, Auburn, Washington 98092-1102. William J. Slaney Director 33626 170th Avenue Southeast, Auburn, Washington 98092.

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

Per Article VI All outstanding and issued shares originally issued to David M. Lippman are transferred to and distributed equally between Mark M. Chestnutt, President/CEO, Mark A. Nilson, Chairman/CFO, Corporate Secretary & Treasurer, and William J. Slaney, Director.

THIRD: The date of each amendment's adoption: April 5, 2001.

FOURTH: Adoption of Amendment(s) (CHECK ONE)

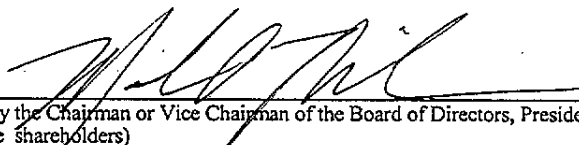
- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_,"  
\_\_\_\_\_ voting group

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 16 day of April, 2001.

Signature

  
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Mark A. Nilson

Typed or printed name

Chairman, CFO & Corporate Secretary/Treasurer

Title