

P95000014378

DELGADO,
BEFELER,
STARKMAN &
MAGOLNICK, P.A.

Museum Tower / Suite 2701
150 West Flagler Street
Miami, Florida 33130

8000001410828
-02/21/95--01004--001
***245.00 ***122.50

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 #)

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

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
95 FEB 20 AM 11:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

46 2-21
Examiner's Initials

ARTICLES OF INCORPORATION

OF

GLOBAL AVIATION INTERNATIONAL, INC.

FILED

95 FEB 20 AM 11:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, ACTING AS INCORPORATOR OF A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION:

FIRST: The name of the corporation is Global Aviation International, Inc.

SECOND: The period of its duration is perpetual.

THIRD: The date and time of the commencement of the corporate existence shall be the date of the filing of these Articles by the Department of State.

FOURTH: The purpose or purposes for which the corporation is organized is to engage in the transaction of any or all lawful business for which the corporation may be incorporated under the provisions of the Florida Business Corporation Act.

FIFTH: The aggregate number of shares which the corporation shall have authority to issue is **ONE HUNDRED (100) SHARES** of capital stock, \$1.00 par value each.

SIXTH: The number of directors constituting the initial Board of Directors of the corporation is one (1) and the name and address of the person who is to serve as director until the first

annual meeting of shareholders or until their successors are elected and qualified are:

Luis E. Delgado
150 West Flagler Street
Suite 150
Miami, FL 33130

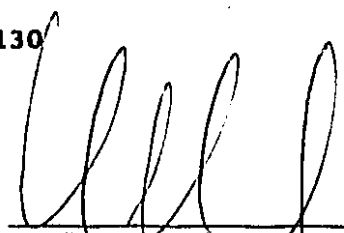
SEVENTH: The name and address of the incorporator, the initial registered agent and the initial registered office is:

Luis E. Delgado, Esq.
150 West Flagler Street
Museum Tower, Suite 2701
Miami, Florida 33130

EIGHTH: The principal office of the corporation is:

Suite 2701
150 W. Flagler St.
Miami, Florida 33130

DATED: January 31, 1995



LUIS E. DELGADO
Incorporator and Initial
Registered Agent

ACCEPTANCE OF REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent of the corporation.

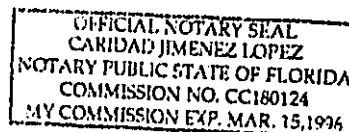
LUIS E. DELGADO
Incorporator and Initial
Registered Agent

STATE OF FLORIDA) : ss:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this day
of February, 1995 by Luis E. Delgado who did take an oath and who
is personally known to me.

**NOTARY PUBLIC, STATE OF
FLORIDA AT LARGE**

My commission expires:



FILED
95 FEB 20 AM 11:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

P950000014378

NAME _____
FIRM _____
ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: Global Aviation
International Inc

FEE. DISBURSED

_____ Corp. Record Seal
_____ Ltd. Partnership File
_____ Foreign Corp. File
☒ _____ Gen. Copy(s)
_____ Art. of Amend. File
_____ Dissolution/Withdrawal
_____ C U S-
_____ Filitious Name File **400001440394**
-03/27/95--01047--015
A***\$35.00 *****35.00

_____ Name Reservation
_____ Annual Report/Reinstatement
_____ Reg. Agent Service
_____ Document Filing

_____ Corporate Kit
_____ Vehicle Search
_____ Driving Record
_____ Document Retrieval

_____ UCC 1 or 3 File
_____ UCC 11 Search
_____ UCC 11 Retrieval
_____ File No.'s, _____ Copies
_____ Courier Service
_____ Shipping/Handling
_____ Phone ()
_____ Top Priority
_____ Express Mail Prep.
_____ FAX () pgs.

SUBTOTALS

FEE.....	\$ 0
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$ 3/27
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

None Change

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY AAK _____

WALK-IN Will Pick Up 507 1200

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts

THANK YOU
from

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
GLOBAL AVIATION INTERNATIONAL, INC.**

FILED
95 MAR 27 PM 1:01
SECRETARY OF STATE
TALLAHASSEE FLORIDA

1. **ARTICLE FIRST** of the Articles of Incorporation is hereby amended to read as follows:

FIRST: The name of this Corporation is
ICARUS AIRLINE FINANCE CORP.

2. The foregoing amendment was unanimously adopted the 25th day of March, 1995 by the Directors and Shareholders of the Corporation.

IN WITNESS WHEREOF, the undersigned President and Secretary of the Corporation has executed these Articles of Amendment on this 25th day of March , 1995 for the use and purpose aforesaid.



GEORGE BEFELER, President



GEORGE BEFELER, Secretary

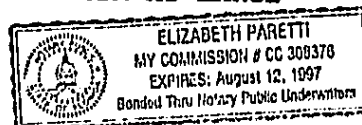
STATE OF FLORIDA)
) ss
COUNTY OF DADE)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared George Befeler, as President and Secretary of the above-named Corporation, to me known to be the person described in and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 25th day of March, 1995.

Elizabeth Paretti

NOTARY PUBLIC, STATE OF
FLORIDA. AT LARGE



P95000014378

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

DELGADO,
BEFELER,
STARKMAN &
MAGOLNICK, P.A.

95 APR 11 PM 2:49

Museum Tower/Suite 2701
150 West Flagler Street
Miami, Florida 33130

GEORGE BEFELER

Telephones
(305) 358-0737 • (305) 379-8300
Facsimile (305) 379-4404

VIA FEDERAL EXPRESS

April 10, 1995

Secretary of State
Division of Corporation
409 East Gaines Street
Tallahassee, Florida 32314

900001453849
-04/12/95--01009--008
*****35.00 *****35.00

RE: ICARUS AIRLINE FINANCE CORP.; OUR FILE NO. DELG (73)-1042.88

Gentlemen:

Enclosed are one executed and one conformed copy of the Articles of Amendment of the Articles of Incorporation of the above-named company and our check in the amount of \$35.00 representing the filing fee for same.

Very truly yours,

GEORGE BEFELER, P.A.

George Befeler

Signed in Mr. Befeler's absence to avoid
delay in mailing.

GEORGE BEFELER, ESQ.

GB:mtb

Enclosures

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DELG (73)

nk
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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 APR 11 PM 2:49

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
ICARUS AIRLINE FINANCE CORP.

1. ARTICLE FIRST of the Articles of Incorporation is hereby amended to read as follows:

FIRST: The name of the corporation is Apollo Airline Finance Corp.

2. The foregoing amendment was unanimously adopted the 7th day of April, 1995 by the Directors and Shareholders of the Corporation.

IN WITNESS WHEREOF, the undersigned President and Secretary of the Corporation have executed these Articles of Amendment on this 10th day of April, 1995 for the use and purpose aforesaid.



GEORGE BEFELER, PRESIDENT



GEORGE BEFELER, SECRETARY

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared George Befeler, as President and Secretary, of the above-named Corporation, to me known to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 10th day of April, 1995.

Elizabeth Parretti

NOTARY PUBLIC, STATE OF
FLORIDA AT LARGE

