

P95000024453

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

LUIS E. DELGADO

February 14, 1995

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

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

Florida Dept. of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Global Aviation Corp.
Global Aviation International, Inc.

7000001410827
-02/21/95--01004--001
****245.00 ****122.50

Gentlemen:

Enclosed please find original and one copy of Articles of Incorporation in the above matter.

Please provide us with a certified copy of the Articles of Incorporation for each of the above corporations. I enclose herewith our check in the amount of \$245.00.

Sincerely,

Luis E. Delgado
Luis E. Delgado

LED:cl

Enc.

FILED

95 MAR 27 PM 4:22

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W95-3918

AB 3/27/95
789, 503, 671

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

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
Corp.

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S-		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ()		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX () pgs.		
SUBTOTALS		

REQUEST TAKEN CONFIRMED APPROVED
DATE _____
TIME _____ CK No. _____
BY AAK _____

WALK-IN
Will Pick Up 327 KDU

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$
	\$

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

THANK YOU



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 21, 1995

LUIS E. DELGADO
DELGADO, BEFELER, STARKMAN & MAGOLNICK
150 WEST FLAGLER STREET STE 2701
MIAMI, FL 33130

SUBJECT: GLOBAL AVIATION CORP.
Ref. Number: W95000003918

We have received your document for GLOBAL AVIATION CORP. and your check(s) totaling \$245.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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 (904) 487-6973.

AMANDA HERRING

corrected
Letter Number: 095A00007731

ARTICLES OF INCORPORATION

OF

ICARUS AIR LEASING CORP.

FILED
95 MAR 27 PM 4:22
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 Icarus Air Leasing Corp.

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:

George Befeler, Esq.
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:

George Befeler, Esq.
150 West Flagler Street
Museum Tower, Suite 2701
Miami, Florida 33130

EIGHTH: The principal office of the corporation is:

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


DATED: March 24, 1995



GEORGE BEFELER
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.

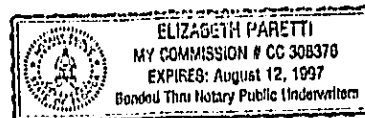

GEORGE BEFELER
Incorporator and Initial
Registered Agent

STATE OF FLORIDA)
: SS:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 25th day of March, 1995 by George Befeler who did take an oath and who is personally known to me.


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

My commission expires:



P950000 24453
DELGADO,
BEFELER,
STARKMAN &
MAGOLNICK, P.A.

SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 APR 11 PM 2:49

Maricopa 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

700001453847
-04/12/95--01003--007
*****35.00 *****35.00

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

RE: ICARUS AIR LEASING CORP.; OUR FILE NO. DELG (72)-1042.87

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
GEORGE BEFELER, ESQ. delay in mailing.

GB:mtb

Enclosures

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DELG (72)

NIC
DM
4-17

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 APR 11 PM 2:49

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
ICARUS AIR LEASING CORP.

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

FIRST: The name of the corporation is Apollo Air Leasing 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 Paretti

NOTARY PUBLIC, STATE OF
FLORIDA AT LARGE

