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FILED  
95 APR -6 PM 2:00  
SEC. OF STATE  
TALLAHASSEE, FLORIDA

WILLIAM B. PRINGLE III

ATTORNEY AT LAW

P.O. BOX 601222

ORLANDO, FLORIDA 32869-1222

OFFICE USE ONLY

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

1. Federal Air Tours, Inc.  
(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

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-03/31/95--01077--020  
\*\*\*122.50 \*\*\*122.50

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

FILE  
4-11

W95-7267  
789,611,671

Examiner's Initials



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

April 4, 1995

**WILLIAM B. PRINGLE III**  
P.O. BOX 691222  
ORLANDO, FL 32869-1222

**SUBJECT: FEDERAL AIR TOURS, INC.**  
Ref. Number: W95000007267

We have received your document for **FEDERAL AIR TOURS, INC.** and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

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**  
Document Specialist

Letter Number: 995A00015266

**ARTICLES OF INCORPORATION  
OF  
FEDERAL AIR TOURS, INC.**

FILED  
95 APR -6 PM 2-06  
SECRET  
TALLAHASSEE, FLORIDA

**ARTICLE I. NAME**

The name of this corporation is **FEDERAL AIR TOURS, INC.**

**ARTICLE II. PURPOSE**

This corporation is organized for the following purpose(s):

a. To engage in any or all lawful business for which corporation may be incorporated under the laws of Florida.

**ARTICLE III. POWERS**

The corporation shall have the following powers:

a. To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.

b. To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property to any interest therein, wherever situated.

c. To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.

d. To lend money to, and use its credit to assist its officers and employees in accordance with law.

e. To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.

f. To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.

g. To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

h. To conduct its business, carry on its operations, and have offices and exercise the powers granted by law within or without this state.

i. To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

j. To make and alter By-Laws, not inconsistent with its Articles of Incorporation or with the laws of this state, for the administration and regulation of the affairs of the corporation.

k. To make donations for the public welfare or for charitable, scientific, or educational purposes.

l. To transact any lawful business which the board of directors shall find will be in aid of governmental policy.

m. To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries.

n. To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise.

o. To have and exercise all powers necessary or convenient to effects its purposes.

#### ARTICLE IV. COMMENCEMENT OF CORPORATE EXISTENCE

This corporation shall commence existence upon filing of these Articles, and shall have perpetual existence.

#### ARTICLE V. CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of common stock having a par value of \$1.00 per share.

ARTICLE VI.  
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation, and the name of the initial registered agent of this corporation at that address is:

William B. Pringle, III  
7380 Sand Lake Road, Suite 350  
Orlando, Florida 32819

ARTICLE VII.  
INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time as set forth in the By-Laws. The names and addresses of the directors of this corporation is:

INEZ MARIE GARRAMBONE  
7380 Sand Lake Rd.  
Suite 350  
Orlando, FL 32819

ARTICLE VIII. INCORPORATION

The names and addresses of the persons signing these Articles of Incorporation is:

Inez Marie Garrambone - Initial Director  
7380 Sand Lake Rd.  
Suite 350  
Orlando, FL 32819

ARTICLE IX. BYLAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE X.  
RESTRICTIONS ON TRANSFER OF STOCK

Transfer of shares of capital stock of this corporation may be restricted by the By-Laws or by agreement among the shareholders.

ARTICLE XI. AMENDMENT

This 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 XII. PRINCIPLE OFFICE

The principle office address is 7380 Sand Lake Rd., Suite 350, Orlando, FL 32819.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 27 day of March, 1995.

Inez Maria Garrambone  
Inez Maria Garrambone

STATE OF FLORIDA  
COUNTY OF ORANGE

BEFORE ME, a Notary Public authorized to take acknowledgements in the state and county set forth above, personally appeared Inez Maria Garrambone, who is personally known to me to be the person who executed the foregoing Articles of Incorporation, and who swore to and acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 27 day of March, 1995.



ROBERT FISCHETTI  
My Comm Exp. 3/16/97  
Bonded By Service Ins  
No. CC267107  
☒ Personally Known ☐ Certified

Robert Fischetti  
Notary Public  
My Commission Expires:

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THE STATE NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48-091, Florida Statutes, the following is submitted, in compliance with said Act:

First--that **FEDERAL AIR TOURS, INC.** is desiring to organize under the laws of the State of Florida, with its principle office, as indicated in the Articles of Incorporation, at City of Orlando, County of Orange, State of Florida, has named William B. Pringle, III, Esquire of 7380 Sand Lake Road, Suite 350, Orlando, Florida 32819, as its agent to accept service of process within this state.

**ACKNOWLEDGEMENT**

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said offices.

  
\_\_\_\_\_  
William B. Pringle, III  
Registered Agent

FILED  
95 APR -6 PM 2 06  
SEC. OF STATE  
TALLAHASSEE, FLA.

**CONSENT OF DIRECTORS AND SHAREHOLDERS  
IN LIEU OF ORGANISATIONAL MEETING OF  
THE BOARD OF DIRECTORS AND SHAREHOLDERS FOR  
FEDERAL AIR TOURS, INC.  
PURSUANT TO SECTIONS 607.0821 AND  
607.0704 OF THE FLORIDA STATUTES**

The undersigned, being all of the members of the Board of Directors and Shareholders of **FEDERAL AIR TOURS, INC.** ("the Corporation"), hereby consent to the following action by the Board of Directors and Shareholders of the Corporation and instruct the Secretary of the Corporation to enter this Certificate in the minutes of the proceedings of the Corporation.

**"RESOLVED**, that the Articles of Incorporation filed with the Secretary of State of Florida and presented to this meeting be, and they thereby are, approved and adopted for and as the Articles of Incorporation for this Corporation.

**FURTHER RESOLVED**, that the Secretary of the meeting be and hereby is instructed to file a copy of said Articles of Incorporation in the Minute Book of the Corporation.

**FURTHER RESOLVED**, that the Bylaws presented to this meeting be, and they hereby are, approved and adopted as and for the Bylaws for this Corporation and are hereby ordered to be inserted in the Minute Book of the Corporation.

**FURTHER RESOLVED**, **FEDERAL AIR TOURS, INC.** is hereby confirmed as a member of the Board of Directors, to serve until his successor is duly elected and qualified.

**FURTHER RESOLVED**, that the following individuals are hereby elected officer of the Corporation, to serve until their successor(s) are duly elected and qualified:

INEZ MARIE GARRAMBONE      -      Initial Director

**FURTHER RESOLVED**, that 7380 Sand Lake Road, Suite 350, Orlando, FL 32819, is confirmed as the Corporation's registered office for service of process within the State of Florida.

**FURTHER RESOLVED**, that William B. Pringle III, Esquire is confirmed as the registered agent of this Corporation upon whom process may be served.



**FURTHER RESOLVED**, that the President be and he hereby is authorized and directed to obtain a corporate seal, a book of shares certificates and a minute book for the Corporation.

**FURTHER RESOLVED**, that the imprint of the Seal in the margin of these minutes immediately opposite this Resolution be, and the same hereby is, adopted as and for the Seal of the Corporation.

**FURTHER RESOLVED**, that the Certificates to evidence the common shares of this Corporation be in the form of the specimen certificate appended to these minutes.

**FURTHER RESOLVED**, that this Corporation open a corporate checking account with \_\_\_\_\_, that funds may be withdrawn from said checking account upon the authorized signature(s) of \_\_\_\_\_.

**FURTHER RESOLVED**, that this Board of Directors adopts the form of banking resolution required by said Bank, a copy of which is to be inserted in the Corporation's minute book.

**FURTHER RESOLVED**, that the President and Secretary of this Corporation be, and they hereby are, authorized and directed to secure and issue certificates of the following number of common shares of this Corporation to the following entity and in the manner hereinbefore indicated:

<u>Name</u>	<u>Number of Shares</u>	<u>Consideration</u>
Inez Maria Garrambone		\$

**FURTHER RESOLVED**, that said shares, when issued, shall be fully paid and non assessable.

**FURTHER RESOLVED**, that the President and Secretary of the Corporation be, and they hereby are, authorized and directed from time to time to execute certificates for the issuance of additional authorized common shares of the Corporation without further action from the Board of Directors for consideration equal in amount to be no less than the par value of each of the common shares to be issued.

**FURTHER RESOLVED**, that the Corporation's fiscal year end shall be as at the last day of September of each year and the annual meeting of Shareholders of the Corporation to be held on the last Friday of January of each year unless that day is a legal holiday in which case the annual meeting of Shareholders will be on the next business day then following at the same time."

Execution of this Written Consent by the undersigned, being all of the members of the Board of Directors and Shareholders, pursuant to Sections 607.0704 and 607.0821, Florida Statutes, and the subsequent insertion of this Certificate in the Corporate Records Book waives any requirement of a formal meeting to conduct the business referred to herein.

Executed this 27 day of March, 1995.

Inez Marie Gargambono  
Inez Marie Gargambono  
Initial Director



ROBERT FISCHETTI  
My Comm Exp. 3/16/97  
Bonded By Service Ins  
No. CC267107

☒ Personally Known ☐ Known L.A.

Robert Fischetti  
3/27/95



My Comm exp. 3/16/97  
Bonded By Service Ins  
No. CC267107