

P450002340

Change Number Only

4-27-95 MARYANNE

95 APR 29

REGISTRATION

ABM tax & accounting

Requestor's Name

2855 University DR. #310

Address

Coral Springs FL 33065

City

State

ZIP

Phone

345-6720A

REGISTRATION ONLY

APR 29 PM 1:05
TALLAHASSEE, FLORIDA

200001468092

-04/28/95--01002--036

****122.50 ****122.50

CORPORATION(S) NAME

JETX, INC.

- ☒ Profit
() NonProfit
() Foreign
() Limited Partnership
() Reinstatement
() Certified Copy
() Call When Ready
() Walk In
- () Amendment
() Dissolution
() Annual Report
() Reservation
() Photo Copies
() Call If Problem
() Will Wait
- () Merger
() Mark
() Other
() Change of Registered Agent
() Certificate Under Seal
() After 4:30
() Mail Out
- () Pick Up

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CERTIFIED COPY

ARTICLES OF INCORPORATION
OF
Jetx, Inc.

RECEIVED
SECTION 23
FBI 1-65
INVESTIGATION

I, the undersigned subscriber of these Articles of Incorporation, a natural person competent to contract, acting as incorporator of a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE I - Name and Address

The name and address of this Corporation is:

Jetx, Inc.
1780 N.E. 39th Court #905
Lighthouse Point, Florida 33064

ARTICLE II - Duration

This Corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation.

ARTICLE III - Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - Capital Stock

This Corporation is authorized to issue ONE THOUSAND (1000) shares of ONE DOLLAR (1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE V - Initial Capital

The amount of capital with which this Corporation will begin business is FIVE HUNDRED DOLLARS (\$500.00).

ARTICLE VI - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase this pro rata share thereof (as nearly as may be come without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is: 1780 N.E. 39th Court #905, Lighthouse Point, Florida 33483 and the name of the Initial Registered agent of this corporation at that address is Randall C. Byrom.

ARTICLE VIII - Initial Board of Directors

The initial Board of Directors of this Corporation shall have ONE (1) Director initially. The number of directors may either be increased or diminished from time to time by the by-laws but shall never be less than ONE (1).

These Officers shall hold office for the first year of existence of this Corporation or until successors are elected or appointed and have qualified.

ARTICLE IX - Incorporator

The name and address of the person signing these Articles of Incorporation is:

Michael Toracca
1780 N.E. 39th Court #905
Lighthouse Point Fl. 33064

Randall C. Byrom
1780 N.E. 39th Court #905
Lighthouse Point, Fl. 33064

ARTICLE X - Indemnification

This Corporation shall have the power to indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI - By-Laws

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

ARTICLE XII - Restrictions on Transfer of Stock

Shares held by the initial shareholders may not be resold or otherwise transferred to the other person unless such shares are first offered to the remaining shareholders of this corporation. The price and terms at which, and the time within which, such share may be offered and sold shall be further specified by written agreement among all of the shareholders of this Corporation.

ARTICLE XIII - Calling of Special Meetings

Special meetings of shareholders may be called by written notice, delivered to each shareholder, TEN (10) business days prior to the meeting date.

ARTICLE XIV - Shareholder Quorum and Voting

FIFTY-ONE PERCENT (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders. If a quorum is present, the affirmative vote of FIFTY-ONE PERCENT (51%) of shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XV - Management of Corporation by Directors

All corporate powers shall be exercised by or under the authority of, and the business affairs of this Corporation shall be managed under the direction of the Board of Directors of this Corporation.

ARTICLE XVI - Removal of Directors

The shareholders of this Corporation shall not be entitled to remove any director from office without cause.

ARTICLE XVII - Director Quorum and Voting

FIFTY ONE PERCENT (51%) of the directors shall constitute a quorum for a meeting of directors. If a quorum is present, the affirmative vote of FIFTY-ONE PERCENT (51%) shall be the act of the Board of Directors.

ARTICLE XVIII - Meetings by Conference Telephone

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

ARTICLE XIX - Action by Directors Without a Meeting

The Directors of this Corporation may take action by written consent, as provided by law.

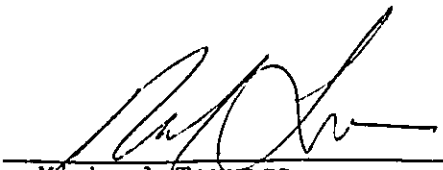
ARTICLE XX - Dividends

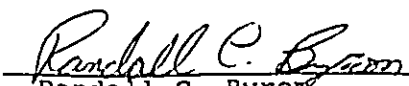
Dividends may be paid to shareholders only out of the unreserved and unrestricted earned surplus of the Corporation.

ARTICLE XXI - Amendment

This Corporation reserves the right to amend or repeal any provision in the Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation at Coral Springs, Florida this 26th day of April, 1995 for the uses and purposes aforesaid.



Michael Torraca

Randall C. Byron

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

SECRET
TALLAHASSEE, FLORIDA
35 APR 28 PM 1:05

In pursuance of chapter 607.34 Florida Statutes, the following is submitted, in compliance with said Act:

Jetx, Inc. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at the City of Lighthouse Point, County of Broward, State of Florida as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

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

By:

Randall C. Byrom
Randall C. Byrom

P95000033401

LAW OFFICES OF
BLASI & PIKE, P.A.
ARVIA PARKWAY CENTER - SUITE 445
7900 GLADES ROAD
BOCA RATON, FLORIDA 33434

ANDREW B. BLASI
THERESE A. PIKE

(561) 483 8700
FACSIMILE (561) 483 3387

July 29, 1996

Secretary of State
ATTN: AMENDMENTS
409 East Gaines Street
Tallahassee, FL 32399

500001910000
-08/06/96--JUL03--003
*****35.00 *****35.00

RE: JETX, INC./ARTICLES OF AMENDMENT TO CITY JET, INC.

Dear Sir/Madam:

Enclosed please find the original and one copy of the Amendment to the Articles of the above-named Incorporation along with our check in the amount of \$35.00. Please forward a certified copy of the Amendment to the Articles back to our office in the envelope provided for your convenience.

Should you have any questions, please contact the undersigned.

Very truly yours,

BLASI & PIKE, P.A.

BY:

Diane P. Scott

Diane P. Scott, Secretary to
THERESE A. PIKE, ESQ.

/ds
Enclosures - check

VS AUG 13 1996

N/C

APPROVED
AND
FILED
96 AUG -5 PM 3:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
JETX, INC.

APPROVED
AND
FILED
56 AUG -5 PM 3:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Florida Statutes, Chapter 607, Section 607.1006, JETX, INC. (the "Company"), hereby adopts these Articles of Amendment to its Articles of Incorporation:

ARTICLE ONE

Paragraph One of the Articles of Incorporation of the Company is hereby amended, as follows, in accordance with resolutions unanimously adopted by the Board of Directors of the Company as of July 25, 1996, which resolution was submitted to and unanimously adopted by the shareholders of the Company as of July 25, 1996;

PARAGRAPH ONE

The name of the corporation is "CITY JET, INC.", whose mailing address is 4100 N.E. 23rd Avenue, Lighthouse Point, FL 33064.

ARTICLE TWO

The number of shares outstanding and entitled to vote on the Board of Directors resolution adopted on July 25, 1996, with respect to these Articles of Amendment was One Thousand (1,000), all owned by Michael Torraca and Randall C. Byrom.

ARTICLE THREE

The number of shares which voted for the Amendment described in Article One above was a unanimous vote of the One Thousand (1,000) shares.

ARTICLE FOUR

The Amendment to the Articles of Incorporation of the Company described in Article One above did not involve any action described in Florida Statutes Section 607.1302 and, therefore, does not give rise to the exercise of dissenter's rights as provided in Florida Statutes Section 607.1320.

DATED this 29th day of July, 1996.

JETX, INC.,
a Florida corporation

BY: Michael Torraca, President,
Chief Executive Officer/Director

Attest: Randall C. Byrom
Randall C. Byrom,
Vice-President Secretary/Director

STATE OF FLORIDA)
) SS:
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 29th day of July, 1996, by Michael Torraca and Randall C. Byrom, Officers and Directors of JETX, INC., a Florida corporation, on behalf of the corporation, [] who are personally known to me OR [X] who have produced FLORIDA D.L. #T1020540-64-361 and B65072363455-0 as identification, the persons described in and who executed the foregoing instrument.

WITNESS my hand and official seal in the County and State last aforesaid this 29th day of July, 1996.

Andrew B. Blasi
Notary Public, State of Florida

(Print Name of Notary Public, _____)

My Commission Expires:

