

JAN-10-1996 12:10:21  
PUBLIC ACCESS SYSTEM  
TO: DIVISION OF CORPORATIONS FROM EMPIRE CORPORATE K COMPANY  
STATE OF FLORIDA  
409 EAST GUNES STREET MIAMI FL 33136-  
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT  
FAX: (904) 922-4000 PHONE: (305) 541-3694  
FAX: (305) 541-3770  
(((H96000000474))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: AIR BRIDGE, INC.1  
FAX AUDIT NUMBER: H96000000474  
DATE REQUESTED: 01/10/1996  
CERTIFIED COPIES: 1  
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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

96 JAN 10 PM 1:32

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**ARTICLES OF INCORPORATION  
OF  
AIR BRIDGE, INC.**

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96 JAN 10 PM 3:44

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby subscribes to these Articles of Incorporation for the purpose of forming a corporation pursuant to the Florida General Corporation Act, Florida Statutes, Chapter 607.

**ARTICLE I**

**NAME**

The name of this corporation shall be as set forth above.

**ARTICLE II**

**GENERAL NATURE OF BUSINESS AND POWERS**

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

**ARTICLE III**

**CAPITAL STOCK**

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is Ten Thousand (10,000) shares of common stock having a par value of One (\$1.00) Dollar per share.

Shares may be issued only for a consideration having a value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and nonassessable.

**Prepared:**

*Linda Ebin, Esquire  
1399 S.W. First Ave., 4th Fl.  
Miami, Florida 33130  
(305) 358-4222  
FL Bar No.: 318590*

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ARTICLE IV

TERM OF EXISTENCE

This corporation shall commence its existence on December 11, 1995, and shall have perpetual existence.

ARTICLE V

REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

LINDA EBIN  
1399 S.W. First Avenue  
Suite 400  
Miami, Florida 33130

The Board of Directors may, from time to time, move the Registered Office to any other address in the State of Florida.

ARTICLE VI

BOARD OF DIRECTORS

This Corporation shall have One (1) director initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VII

INITIAL DIRECTORS

The name of the initial director and president of this Corporation and his street address is:

Craig Robins  
230 Fifth Street  
Miami Beach, Florida 33139

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The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII

PRINCIPAL OFFICE

The principal office of the corporation is as follows:

220 Fifth Street  
Miami Beach, Florida 33139

ARTICLE IX

INCORPORATOR

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

LINDA EBIN  
1399 S.W. First Avenue  
Suite 400  
Miami, Florida 33130

ARTICLE X

CONFLICT OF INTEREST

No contract between this Corporation and another corporation or another individual shall be invalidated by reason of the fact that one or more of the officers or directors of this Corporation are officers or directors of the said other corporation, or by reason of the fact that one or more of the officers or directors of this Corporation may be the other individual or individuals contracting with this Corporation.

ARTICLE XI

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by at least a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation as of the 10 day of January, 1996.

  
Ligea Ebin

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

Pursuant to the provisions of Section 607.0501, Florida  
statutes, the following is submitted, in compliance with said  
statuten:

That AIR BRIDGE, INC., desiring to organize under the  
laws of the State of Florida, with its registered office at: 230  
Fifth Street, Miami Beach, Florida 33139, has named LINDA EBIN,  
located at 1390 S.W. First Avenue, Suite 400, Miami, Florida 33130,  
as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named as registered agent and to accept  
service of process for the above stated Corporation, at the place  
designated in this certificate, I hereby accept the appointment as  
registered agent and agree to act in this capacity. I further  
agree to comply with the provisions of all Statutes relating to the  
proper and complete performance of my duties, and I am familiar  
with and accept the obligations of my position as Registered Agent.

  
LINDA EBIN

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JAN 11-1996 09:124  
8:18 AM

PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET  
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY  
DEPARTMENT OF STATE 1402 W FLAGLER ST  
STATE OF FLORIDA SUITE 200  
409 EAST GAINES STREET MIAMI FL 33135-  
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT  
FAX: (904) 922-4000 PHONE: (305) 541-3694  
FAX: (305) 541-3770  
DOCUMENT TYPE: BASIC AMENDMENT

NAME: AIR BRIDGE, INC.  
FAX AUDIT NUMBER: H96000000523 CURRENT STATUS: REQUESTED  
DATE REQUESTED: 01/11/1996 TIME REQUESTED: 09:18:19  
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0  
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*Corporation - 8844*  
*Lynde*

DIVISION OF CORPORATIONS

96 JAN 11 AM 9:42

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96 JAN 11 PM 1:13  
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TALLAHASSEE, FLORIDA

JAN-11-1996 09:24

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
AIR BRIDGE, INC.**

P.02  
**FILED**  
96 JAN 11 PM 13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
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*Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:*

**FIRST:** Amendment adopted: Article VII (Initial Directors) shall be amended to delete Craig Robins as the Director and President, and to reflect William J. Jones as the now President and Director.

**SECOND:** The date of this amendment's adoption: January 10, 1996

**THIRD:** This amendment was adopted by the incorporator without shareholder action and shareholder action was not required.

Signed this 10th of January, 1996.

Signature: \_\_\_\_\_

Linda Ebin, Incorporator

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Preparer:  
Linda Ebin, Esquire  
1399 S.W. First Ave., 4th Fl.  
Miami, Florida 33130  
(305) 358-4222  
FL Bar No.: 318590