

P96000024943

Jeffrey S. Reis
Requestor's Name
1171 NW 111 Avenue
Address
Plantation, FL 33322
City/State/Zip Phone #

Office Use Only

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

1. Flyte Comm of Florida, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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*****70.00 *****70.00

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

NEW FILINGS	
<input checked="" 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
MAR 15 PM 3:37
TALLAHASSEE, FLORIDA
CLERK OF SUPERIOR COURT

**ARTICLES OF INCORPORATION
OF
FLYTE COMM OF FLORIDA, INC.**

FILED
96 MAR 15 PM 3:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THIS IS TO CERTIFY:

FIRST: I, Jeffrey S. Reis, whose post office address is 1171 NW 111 Avenue, Plantation, FL. 33322, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the general laws of the State of Florida.

SECOND: The name of the corporation (which is hereafter referred to as the "Corporation") is: Flyte Comm of Florida, Inc.

THIRD: The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

(a) To procure, receive, collect, obtain, analyze and process information respecting commercial and general aviation air traffic and to make such information available to the general public, corporations and other entities; and

(b) To do anything permitted by the Corporations and Associations Article of the Annotated Code of Florida, as amended from time to time.

FOURTH: The post office address of the principal office of the Corporation in this State is 1844 Nob Hill Road, Suite 420, Plantation, Florida 33322. The name and the post office address of the Resident Agent of the Corporation in this State are: Jeffrey

S. Reis, 1171 NW 111 Avenue, Plantation, FL. 33322. Said Resident Agent is an individual actually residing in this state.

FIFTH: The total number of shares of capital stock which the Corporation has authority to issue is ten million (10,000,000) shares of common stock, all of one class, having par value \$.01 per share ("Common Stock").

Subject to Article Eight hereof, the following is a description of the preferences, conversion and other rights, voting powers, restrictions, limitation as to dividends, qualifications and terms and conditions of redemption of the Common Stock:

(a) Each share of Common Stock shall have one vote, and, except as otherwise provided in respect of any class of stock hereafter classified or reclassified, the exclusive voting power for all purposes shall be vested in the holders of Common Stock.

(b) Subject to the provisions of law and any preferences of any class of stock hereafter classified or reclassified, dividends may be paid on the Common Stock at such time and in such amounts as the Board of Directors may deem advisable.

(c) In the event of any liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary, the holders of the Common Stock shall be entitled, after payment or provision for payment of the debts and other liabilities of the Corporation and the amount to which the holders of any class of stock hereafter classified or reclassified having a preference on distributions in the liquidation, dissolution or winding up of the Corporation shall be entitled, together with the holders of any other class of stock hereafter classified or reclassified not having a preference on distributions in the liquidation,

dissolution or winding of the Corporation, to share ratably in the remaining net assets of the Corporation.

SIXTH: Except as may otherwise be provided by the Board of Directors, no holder of any shares of the stock of the Corporation shall have any preemptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

SEVENTH: The number of directors of the Corporation shall be four (4), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than four, provided that:

(1) If there is no stock outstanding, the number of directors may be less than four but not less than one and

(2) If there is stock outstanding and so long as there are less than four stockholders, the number of directors may be less than four but not less than the number of stockholders.

Pending the issuance of stock by this Corporation, the names of the initial directors of this Corporation are Larry W. Mosher, James H. Sussbauer, Francis P. Alciere, and Jeffrey S. Reis who shall serve until the first issuance by this Corporation of stock to two or more Stockholders or until the first annual meeting of stockholders, or until their

successors are duly elected and qualify.

EIGHTH: In furtherance and not in limitation of the powers conferred by statute, the powers of the Corporation and of the directors and stockholders shall include the following:

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

(2) Subject to these Articles of Incorporation, the power of the Board of Directors of the Corporation to classify and reclassify any of the shares of capital stock shall include, without limitation, the authority to classify or reclassify any unissued shares of such stock into a class or classes of preferred stock, preference stock, special stock or other stock, and to divide and classify shares of any class into one or more series of such class, by determining, fixing, or altering the distinctive designation of the class, dividend rights and preferences, rights, restrictions, including restrictions on transferability, and qualifications of shares of such class or series, not inconsistent with law and these Articles of incorporation.

(3) The Corporation reserves the right to amend its Articles of Incorporation so that such amendment may alter the contract rights, as expressly set forth in the Articles of Incorporation, of any outstanding stock, and any objecting stockholder whose rights may or shall be thereby substantially adversely affected shall not be entitled to demand and

receive payment of the face value of his stock.

(4) The Board of Directors of the Corporation is hereby specifically authorized and empowered from time to time in its discretion to make, alter, and repeal the By-laws of this Corporation to the extent permitted by law.

The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other article of these Articles of Incorporation, or construed as or deemed by inference or otherwise in any manner to exclude or limit any powers conferred upon the Board of Directors under the Corporations and Associations Articles of the Annotated Code of Florida, as amended from time to time.

NINTH: No director or officer of the Corporation shall be liable to the Corporation or to its stockholders for money damages except: (1) to the extent that it is proved that such director or officer actually received an improper benefit or profit in money, property or services, for the amount of the benefit or profit in money, property or services actually received or (2) to the extent that a judgment or other final adjudication adverse to such director or officer is entered in a proceeding based on a finding in the proceeding that such director's or officer's action, or failure to act, was (a) the result of active and deliberate dishonesty, or (b) intentionally wrongful, willful or malicious and, in each such case, was material to the cause of action adjudicated in the proceeding.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 26th day of February 1996, and I acknowledge the same to be my act.

JAMES A. KATZ
 HOUSE OF DELEGATES OF MARYLAND
 My Commission Expires June 1, 1997

**RESIDENT AGENT AGREEMENT
FLYTE COMM OF FLORIDA, INC.**

FILED

96 MAR 15 PM 3:37

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

THIS IS TO CERTIFY

FIRST: The resident agent of Flyte Comm of Florida, Inc. shall be Jeffrey S. Reis,
whose post office address is 1171 NW 111th Avenue, Plantation, Florida 33322.

SECOND: I, Jeffrey S. Reis, hereby accept the nomination for resident agent of Flyte
Comm of Florida, Inc. on this day, March 11, 1996. I understand all of the obligations, duties,
and responsibilities associated with this nomination.


Jeffrey S. Reis