

P960000 30491

Thomas P. Goonen
(Requestor's Name)
1904 Woodhaven Circle, #12
(Address)
Rockledge, FL 32955
(City, State, Zip) (Phone #)

OFFICE USE ONLY

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

1. Elite Air, Inc. NA6-7085
(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

FILED
96 MAR 28 PM 1:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

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***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

EFFECTIVE DATE
3-25-96

Dmr 4/2/96

Examiner's Initials _____



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 2, 1996

THOMAS P. GOONEN
1904 WOODHAVEN CIRCLE #12
ROCKLEDGE, FL 32955

SUBJECT: ELITE AIR, INC.
Ref. Number: W96000007085

We have received your document for ELITE AIR, 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 and registered office listed in your articles of incorporation must be consistent throughout the document.

When your document is returned, the filing date and effective date shall be the same as stamped the document.

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) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 996A00015028

April 5, 1996

Thomas P. Goonen
1904 Woodhaven Circle #12
Rockledge, FL 32955

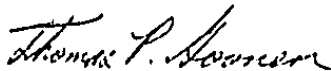
Ms. Doris McDuffie
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Dear Ms. McDuffie,

Enclosed are corrected copies of articles of Incorporation for Elite Air, Inc. and Elite Air Charter, Inc. The only inconsistency I could find was Article 6 on page three.

I really appreciate your assistance on this matter. If there is anything else that you have questions about, please call me at (407) 631-3517.

Again, thank you for your help.



Thomas P. Goonen

FILED

ARTICLES OF INCORPORATION OF

96 MAR 26 PM 1:28

ELITE AIR, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, each with the capacity to contact, hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a general corporation under and by virtue of the laws of the State of Florida as contained in the Florida General Corporation Act, Chapter 607, Florida Statutes, as amended (the "Act").

EFFECTIVE DATE
3.25.96

ARTICLE 1. NAME

The name of this corporation shall be Elite Air, Inc.

ARTICLE 2. DURATION

This corporation shall exist perpetually, commencing on the date of execution and acknowledgement of these articles.

ARTICLE 3. PURPOSE AND POWERS

The general purpose for which the corporation is initially organized is to engage in, conduct and carry on the business of private and commercial aviation; to engage in activities which are necessary, suitable or convenient for the accomplishment of that purpose, or which are incidental thereto or connected therewith; and to transact any or all other lawful business for which corporations may be incorporated under the Act, including qualifying for certain tax or retirement advantages available to general corporations.

The corporation shall have all the powers specified in Section 607.011 of the Act.

ARTICLE 4. STOCK

The corporation shall have authority to issue 1,000 shares of common stock with a par value of \$1.00 per share. The corporation shall not have the authority to issue shares in series.

ARTICLE 5. PREEMPTIVE RIGHTS AND OTHER RESTRICTIONS

5.1 Statement of Preemptive Rights. After the subscription shares have been issued, each holder of shares in the corporation shall have the first right to purchase shares (and securities convertible to shares) of the corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of the corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation stating the prices, terms and conditions of the issue of shares and inviting him to exercise his preemptive rights.

5.2 Prohibition of Issue of Shares for Other Than Money or Property. Shares in the corporation shall not be issued for consideration other than money, property or in payment of a debt of the corporation, without the unanimous consent of all shareholders.

5.3 Restrictions on Transfer of Stock. If any two or more shareholders or subscribers to stock of the corporation shall enter into any agreement restricting the right of any of them to transfer, encumber or otherwise dispose of any share certificates subject to such restrictions shall have a reference to the restrictions placed on the certificate and such stock shall not thereafter be transferred on the corporate books except in accordance with the provisions of such agreement. Stock transferred in violation of any such restrictions shall not be entitled to dividend or voting rights until there has been full compliance with the provisions of any such agreement.

ARTICLE 6 . INITIAL & PRINCIPAL REGISTERED OFFICE AND AGENT

The street address of the principal business office of this corporation is 1401 General Aviation Drive, Melbourne, Florida 32935 and the name of the initial registered agent of the corporation and address is Thomas Patrick Goonen, 1904 Woodhaven Circle, #12 Rockledge, Florida 32955.

ARTICLE 7 . DIRECTORS

The initial Board of Directors shall consist of One (1) member. The name and address of the person who is to serve as director until the first annual meeting of shareholders or until their successor be elected and qualify, or until their earlier resignation, removal from

office or death, are as follows:

NAME

ADDRESS

Thomas Patrick Goonen

1904 Woodhaven Circle #12
Rockledge, Florida 32955

ARTICLE 8. INCORPORATORS

The name and addresses of the incorporator of the corporation are as follows:

NAME

ADDRESS

Thomas Patrick Goonen

1904 Woodhaven Circle #12
Rockledge, Florida 32955

ARTICLE 9. PROVISIONS FOR THE REGULATION OF THE BUSINESS
AND FOR THE CONDUCT OF THE AFFAIRS OF THE CORPORATION

9.1 Meetings of Shareholders and Directors. Meetings of the shareholders and directors of the corporation may be held either within or without the State of Florida at such place or places as may from time to time be designated in the Bylaws or by resolution of the Directors.

9.2 Bylaws. The initial Bylaws of the corporation shall be adopted by the Directors. The power to amend or repeal the Bylaws or to adopt new Bylaws shall be in the shareholders, but the affirmative vote of the holders of three-fourths (3/4) of the shares outstanding shall be necessary to exercise that power. The Bylaws may contain any provisions for the regulation and management of the corporation which are consistent with the Act and these Articles of Incorporation.

9.3 Contracts in Which Directors Have an Interest. No contract or other transaction of the corporation with any person, firm or corporation or no contract or other transaction in which the corporation is interested shall be invalidated or affected by (a) the fact that one or more of the directors of the corporation is interested in or is an officer or director of another corporation, or (b) the fact that any director, individually or jointly with others, may be a party to or may be interested in the contract or transaction; and each person who may become a director of the corporation is hereby relieved from any liability that might otherwise arise by reason of his contracting with the corporation for the benefit of himself or any firm or corporation in which he may be interested.

9.4 Compensation of Directors. The Board of Directors shall have the authority to make provisions for reasonable compensation to its members for their services as directors and to fix the basis and conditions upon which this compensation shall be paid. Any director may also serve the corporation in any other capacity and receive compensation therefrom in any form.

IN WITNESS WHEREOF, the undersigned, being the incorporators of the corporation, executed these Articles of Incorporation and certified to the truth of the facts herein stated, on the dates and places indicated below.

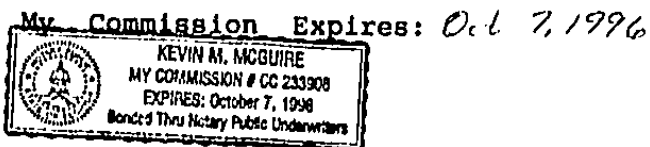
Thomas P. Goonen
12 St. Louis

STATE OF FLORIDA
COUNTY OF Brevard }

I HEREBY CERTIFY that on this day before me, an officer duly authorized to take acknowledgements, personally appeared Thomas Patrick Goonen, to me known to be the person described in and who executed the foregoing Articles of Incorporation, and acknowledge before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 23rd day of March, 1996.

Kevin M. McGuire
NOTARY PUBLIC



I have been designated as Registered Agent in the above Articles. Simultaneously, I hereby accept the appointment Registered Agent.

Thomas P. Goonen