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(City, State, Zip)	(Phone #)

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

1. AirNet Associates, Inc. (Corporation Name) (Document #) 122.50
 2. _____ (Corporation Name) (Document #) 122.50
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☐ Mail out ☒ Will wait ☐ Photocopy ☐ Certificate of Status

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<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	
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<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
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TALLAHASSEE
FLORIDA

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4/30/96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 29, 1996

BROWN & BROWN
THE WHITEHOUSE, STE. 5-B
203 N. GADSDEN ST.
TALLAHASSEE, FL 32301

SUBJECT: AIRNET ASSOCIATES, INC.
Ref. Number: W96000009150

We have received your document for AIRNET ASSOCIATES, 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):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your 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) 487-6926.

Sheldon Bream
Document Specialist

Letter Number: 796A00020436

ARTICLES OF INCORPORATION

OF

AirNet Associates, Inc.

FILED

96 APR 29 PM 4:45

CLERK OF STATE
TALLAHASSEE, FLORIDA

PREAMBLE

We, the undersigned incorporators of AirNet Associates, Inc. ("Corporation"), natural persons competent to contract, do hereby file original Articles of Incorporation forming a for profit corporation under the laws of the State of Florida.

ARTICLE I. CORPORATE NAME

The name of this corporation shall be **AirNet Associates, Inc.**

ARTICLE II. NATURE OF BUSINESS

The general character of the business to be transacted by this corporation is:

1. To act as a holding company for other entities.
2. To enter into, make, perform, and carry out contracts and agreements of every kind, for any lawful purposes, without limit as to amount, with any person, firm, association, or corporation; and to transact any further and other business necessarily connected with the purposes of this corporation, or calculated to facilitate the same.
3. To carry on any or all of its operations and businesses, and to promote its objects within the State of Florida or elsewhere, without restrictions as to place or amount; and to have, use, exercise and enjoy all of the general powers of like corporations.
4. To do any or all of the things herein set forth to the same extent as natural persons might or could do, and in any part of the world as principals, agents, contractors, or otherwise, alone, or in company of others, and to do and perform all such other things and acts as may be necessary, profitable, or expedient in carrying out any of the business or acts above named.
5. The intention is that none of the objects and powers as hereinabove set forth, except where otherwise specified in this Article, shall be in anyway limited or restricted by reference to or inference from the terms of any other objects, powers or clauses of this Article or any other Articles, but that the objects and powers specified in each of the clauses in this Article shall be regarded as independent objects and powers.

ARTICLE III. AUTHORIZED STOCK

The aggregate number of shares which the Corporation is authorized to issue is 100,000 with par value of \$.10 (ten cents) per share.

ARTICLE IV. STOCKHOLDER RIGHTS

The preferences, limitations, and relative rights in respect of the shares are as follows. Dividends on the common stock may be declared payable as authorized by the Board of Directors, upon the terms and conditions set forth in the Bylaws of the Corporation.

In case of the liquidation or the dissolution of the Corporation, the assets and funds shall be divided pro rata among the holders of the capital stock.

ARTICLE V. VOTING RIGHTS

Except as otherwise expressly provided in these Articles or the Bylaws, the holders of shares of common stock shall have the exclusive right to notice of shareholders' meetings, to vote at shareholders' meetings and powers incident thereto.

ARTICLE VI. STOCK TRANSFER

Shares of stock in this corporation shall not be transferred or sold until the sale or transfer has been reported to and approved by the Board of Directors.

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any of the shares of the Corporation without first offering such shares for sale to the Corporation at the net asset value thereof, as determined by the Board of Directors. Such offer shall be in writing, signed by the shareholder; shall be sent by registered or certified mail to the Corporation at its principal place of business; and shall remain open for acceptance by the Corporation for a period of 45 days from the date of mailing. If the Corporation fails or refuses within such period to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of his or her shares as he or she may see fit, except to the extent that such disposal would compromise, invalidate, or jeopardize the Corporation's tax or legal status, by virtue of such action(s).

On the death of any shareholder, the Corporation shall have the right to purchase all shares owned by such shareholder immediately prior to his or her death on the terms set forth above, and this provision shall be binding on the executor, administrator, or personal representative of each shareholder.

Each share certificate issued by the Corporation shall have printed or stamped on it the following legend: "These shares are held subject to certain transfer restrictions imposed by the Articles of Incorporation and the Bylaws. The securities represented by this certificate have not been registered under the Securities Act of 1933 nor the Securities Laws of Florida, and may not be sold or otherwise transferred pursuant to either Act in the absence of an opinion of counsel of the Corporation, or counsel engaged by the Corporation, that registration is not required under either Act, except where such shares are transferred pursuant to the Bylaws of the Corporation".

Shares are transferable on the books of the Corporation upon presentation of a certificate properly endorsed, provided all indebtedness of the owner to the Corporation, including any assessments, has been paid.

ARTICLE VII. TERM OF EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE VIII. INITIAL PRINCIPAL OFFICE, REGISTERED OFFICE, AND REGISTERED AGENT

The street address of the initial Registered Office of the Corporation is (Brown & Brown, Attorneys at Law, P.A.) The Whitehouse, Suite 5B, 203 N. Gadsden Street, Tallahassee, Florida 32301, and its initial Registered Agent located at that address is Thomas J. Brown, Attorney.

The initial principal business office of the Corporation is 1741 Brookside Boulevard, Tallahassee, FL 32301.

ARTICLE IX. INITIAL OFFICERS

The names and addresses of the officers of this Corporation, who, subject to the provisions of the Articles of Incorporation, and Bylaws of the Corporation, and the laws of the State of Florida, shall hold office for the first year of the Corporation's existence, or until successors are elected and have qualified, are as follows:

NAME	POSITION	ADDRESS
Irwin C. Loud III	Chairman, CEO, and Treasurer	1741 Brookside Blvd. Tallahassee, FL 32301
Thomas J. Brown	Secretary and General Counsel	The Whitehouse 203 N. Gadsden St., Suite 5B Tallahassee, FL 32301

ARTICLE X. NUMBER OF DIRECTORS

The Corporation shall have no more than five (5) nor less than two (2) Directors who shall be responsible for managing the affairs of the Corporation. The initial Directors shall be those persons listed above in Article IX. The Directors will be elected at the annual meeting of the Corporation.

There shall be three (3) classes of Directors who shall hold office for a term of three (3) years, except for the first two years following the Corporation's existence when two of said classes shall have a one year and a two year term, respectively. Thereafter, each class shall have a full three year term. The specific provisions regarding the staggered terms of Directors shall be set out and provided in the Bylaws of this Corporation.

ARTICLE XI. INCORPORATORS

The names and addresses of the incorporators of these Articles of Incorporation are as follows:

NAME	ADDRESS
Irwin C. Loud III	1741 Brookside Blvd., Tallahassee, FL 32301
Thomas J. Brown	The Whitehouse, Suite 5B, 203 N. Gadsden Street, Tallahassee, FL 32301

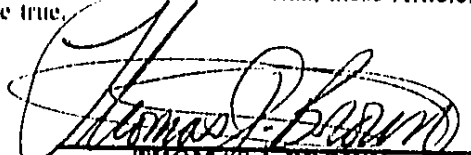
ARTICLE XII. AMENDMENT OF ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended in the manner provided in the Corporate Bylaws.

IN WITNESS WHEREOF, We, the undersigned, being the original incorporators of the Corporation hereinbefore named, do hereby form this Corporation to do business both within and without the State of Florida, and have hereunto set our hand and seal this 29th day of April, 1996, for the purpose of filing the original Articles of Incorporation, and pursuant to the Corporation Law of the State of Florida, do make and file in the Office of the Secretary of State of the State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true.



IRWIN C. LOUD III



THOMAS J. BROWN

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

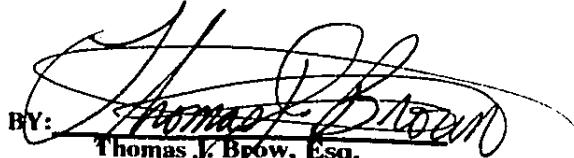
1. The name of the corporation is:
AirNet Associates, Inc.
2. The name and address of the registered agent and office is:

**Thomas J. Brown, Esq.
Brown and Brown
Attorneys at Law, P.A.
The Whitehouse, Suite 5B
203 North Gadsden Street
Tallahassee, Florida 32301**

AirNet Associates, Inc.

By: 
**Irwin C. Lond III
Incorporator**

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.

BY: 
Thomas J. Brown, Esq.
Date: April 29, 1996