

096000077703

FLORIDA AIRCRAFT SERVICE

1400 NW 52ND ST MIAMI FL 33142

FOR ALL OTHERS

cc Use Only

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

1. A.O.G. Aviation Maintenance, Inc.
(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

NEW FILINGS	
<input 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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9.18.96

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

ARTICLES OF INCORPORATION

We, the undersigned, hereby make, subscribe, acknowledge and file these Articles for the purpose of forming a Corporation under the laws of the State of Florida.

ARTICLE I

Name of Corporation

The name of the Corporation shall be A.O.G. Aviation Maintenance, Inc.

ARTICLE II

Nature of Business

The Corporation may engage in any activity permitted under the laws of the United States or this State.

ARTICLE III

Capital Stock

The Capital Stock of this Corporation shall consist of 1000 shares of common stock of \$1.00 par value, fully paid and non-assessable. The whole or any part of the Capital Stock of this Corporation may be paid for in lawful money of the United States of America or in property, labor or services at a just valuation to be fixed by the Directors.

ARTICLE IV

Amount of Capital Necessary to Begin Business

The amount of capital with which this Corporation shall begin business shall not be less than \$500.00.

ARTICLE V

Perpetual Existence

This Corporation shall have perpetual existence.

ARTICLE VI

Principal Place of Business

The initial street address in this State of the principal office of the Corporation shall be 2600 NW 62nd Street, Hangar #20 Ft. Lauderdale, FL 33309 or at such other place within the State of Florida as the Board Directors shall by appropriate action hereafter from time to time determine.

ARTICLE VII

Number of Directors

The Corporation shall have no less than one nor more than five Directors.

ARTICLE VIII

Name and address of Directors

The name and address of the first Director who, subject to the provisions of this Charter, the by-laws of the State of Florida, shall hold office for the first year of the Corporate existence, or until his successors are elected and have qualified is:

NAME

Kenneth Charles Fick, President

ADDRESS

1204 NE 4th Avenue
Boca Raton, FL 33432

Number of Officers

The Corporation shall have no less than nor more than five Officers.

Name and address of Officers

The name and address of the first-officer, who subject to the provisions of this Charter, the by-laws of the State of Florida, shall hold office for the first year of the corporate existence, or until his successors are elected and have qualified is:

<u>NAME</u>	<u>ADDRESS</u>	
Kenneth Charles Fick, President	1204 NE 4th Avenue Boca Raton, FL 33432	X

ARTICLE IX

Name and address of Subscribers

<u>NAME</u>	<u>ADDRESS</u>
Kenneth Charles Fick	1204 NE 4th Avenue Boca Raton, FL 33432

ARTICLE X

Powers of Board of Directors

To make, adopt, alter, amend and repeal the by-laws. To set apart out of any of the funds of the Corporation available for dividends a reserve or reserves for any proper purpose and to alter or abolish any such reserves, to authorize and cause to be executed mortgages and liens upon the property and franchises of this Corporation.

To, designate by resolution passed by a majority of the whole board one or more committees, each to consist of one or more Directors, which committees, to the extent provided in such resolution or in the by-laws of the Corporation and have power to authorize the seal of this Corporation to be affixed to all papers which require it.

From time to time determine whether and to what extent, and at what times, and places and under what conditions and regulations the books and accounts of this Corporation, or any of them, other than the stock ledger shall be open to the inspection of the stock-holders, and no stockholders shall have any right to inspect any account or book or documents of the Corporation, except as conferred by law or authorized by resolution of the Directors or of the stock-holders.

To sell, lease or exchange all of its property and assets, including its good will and its corporate franchises, upon such terms and conditions and for such consideration which may be in whole or in part shares of stock in, and/or securities of, any other Corporation, when and as authorized by the affirmative vote of the holders of a majority of the stock issued and outstanding having voting power given at a stockholders' meeting duly called for that purpose, or when authorized by written consent of the holders of a majority of the voting stock issued and outstanding.

This Corporation may, in its by-laws, convey powers additional to the foregoing upon the Directors in addition to the powers and authorities expressly conferred upon them by law.

If the by-laws so provide, the stockholders and Directors shall have the power to hold their meetings, to have an office or offices and to keep the books of this Corporation (subject to the provisions of the Statute) outside of the State of Florida at such places as may from time to time be designated by the by-laws or resolution of the Directors.

ARTICLE XI
Special Provisions

The following special provisions shall govern this Corporation:

(a) The time and place of the annual stockholders' meeting shall be fixed and provided for in the by-laws, and notices of the same shall be given in one of the methods provided by law.

Any stockholder may waive notice of the time, place and purpose of any meeting either before, at or after such meeting.

(b) There shall be a President of the Corporation, who shall also be a Director, one or more Vice Presidents, a Secretary and Treasurer, and such assistants as the Board of Directors may by resolution determine to be necessary. They shall be chosen by the Board of Directors, and shall hold office, subject to the laws of the State of Florida, until their successors are elected and shall qualify. The number of Vice Presidents shall be fixed from time to time by the Board of Directors, which subject to the by-laws, shall prescribe the duties of each Vice President. This company may also have such other officers, agents and factors may be deemed necessary and provided for by resolution of the Board of Directors and/or in the by-laws. All Officers, agents and factors shall be chosen in such manner, hold their office for such time, and shall have such powers and perform such duties as may be prescribed by the by-laws or determined by the Directors. Any person may hold two or more offices, except that the President may not also be Secretary, Assistant Secretary or Vice-President of the Corporation. None of the officers of the Corporation except the President, need also be a member of the Board of Directors. The Board of Directors may at any time declare any office vacant or remove any office and elect a successor thereto, and the stockholders may at any special meeting of the stockholders called for that purpose remove any director with or without cause.

(c) The Directors may describe a method or methods for replacement of lost certificates and prescribe reasonable conditions by way of security for the issuance of new certificates therefore.

(d) No person shall be required to own, hold, or control stock in the Corporation as a condition precedent to hold in an office or being a Director of this Corporation.

(e) The original incorporators of the incorporation shall have the right, upon its organization, to assign and deliver their subscriptions of stock, as set forth in Article IX hereof, to any other person or to firms or corporations who may hereafter become subscribers to the capital stock of the Corporation, who upon accepting of such assignment shall stand in lieu of the original incorporators and assume and carry out all the rights, liabilities, and duties entailed by the said subscriptions, subject to the laws of the State of Florida and the execution of the necessary instruments of assignment.

(f) No contract or other transaction between the Corporation and any other Corporation, in the absence of fraud shall be affected or invalidated by the fact that any one or more of the Directors of the Corporation is or are interested in or is a Director or Officer or are Directors or Officers of such other Corporations and any Director or Directors individually or jointly, may be a party or parties to or may be interested in any such contract or transaction of the Corporation or in which the corporation is interested, and no contract, act, or transaction of the Corporation with any person or person, firm or Corporation in the absence of fraud, shall be affected or invalidated by the fact that any Director or Directors of the Corporation is a party or parties to or interested in such contract act, or transaction or in any way connected with such person or persons, firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may anywise be interested. Any Director of the Corporation may vote upon any contract or other transaction between the Corporation that he is a Director of such subsidiary or controlled company.

(g) The officers of the Corporation who shall conduct the business of the Corporation during the first year of existence or until its successors are elected and qualified shall be:


<u>Name</u>	<u>Address</u>
Kenneth Charles Fick, President	1204 NE 4th Avenue Boca Raton, FL 33432

ARTICLE XII
Right to Amend

The Corporation reserves the right to amend, alter change or repeal any provision contained in these Articles of Incorporation in the manner nor hereafter prescribed by the law, and all rights conferred on officers. Directors and stockholders herein are granted subject to this reservation.

ARTICLE XIII
Resident Agent

Amy B. Romer with the address 7501 NW 4th Street, Suite 110, Plantation, FL 33317, shall be Registered Agent for the Corporation and has so consented to the appointment said below.


Amy B. Romer

ARTICLE XIV

Commencement of Existence

This Corporation shall commence its corporate existence upon the day of September 18, 1996

IN WITNESS WHEREOF, the undersigned have made, and subscribe these Articles this 12th day of September

WITNESS:

Barbara A. Fort
Barbara A. Fort

Kenneth C. Fick
Kenneth C. Fick

The Corporation may in its by-laws set up a stock redemption plan, on the stockholders and to be funded by Life Insurance. Both stockholders and Directors shall have power to add or subtract to the stock redemption plan.

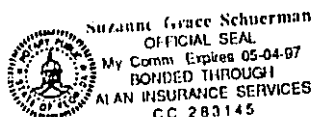
We, the undersigned, being such of the original subscribers to these Articles of Incorporation herein before named for the purpose of forming a Corporation to do business with and without the State of Florida do make and file these Articles of Incorporation, hereby declaring that facts herein stated are true and accordingly have hereunto set our hands and seal on this 12th day of September

STATE OF FLORIDA)
 ss
COUNTY OF BROWARD)

I HEREBY CERTIFY that on the 9th day of September personally appeared before me Kenneth C. Fick to me personally known and he acknowledged before me that he executed the foregoing Articles of Incorporation for the uses and purposes expressed.

Suzanne Grace Schuerman

Notary Public
State of Florida.



P960000 77703

A.O.G. Aviation Maintenance, Inc.
2600 NW 62nd Street
Hangar #20
Ft. Lauderdale, FL 33309
December 20, 1996

Secretary of State / Div. of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

500002036395--3
-12/24/96--01036--011
*****35.00 *****35.00

To Whom It May Concern:

Please execute the articles of dissolution as enclosed. Thank you.

Sincerely,

Kenneth C. Fick (40)

Kenneth C. Fick
President

FILED
96 DEC 23 AM 8:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Diss
LFT 1-6-97

FILED


96 DEC 23 AM 8:27

ARTICLES OF DISSOLUTION
OF
A.O.G. AVIATION MAINTENANCE, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, the Sole Incorporator and Sole Director of the above referenced corporation, hereby files Articles of Dissolution, and states as follows:

1. The name of the Corporation is **A.O.G. AVIATION MAINTENANCE, INC.**
2. The original date of filing of its Articles of Incorporation was September 18, 1996, effective September 18, 1996, Document # P 96000077703.
3. A majority and a sufficient number of the Corporation's shares of stock have approved the Motion for Dissolution of the Corporation, authorized as of **December 20, 1996.**
4. No debt of the Corporation remains unpaid.
5. The dissolution shall take effect immediately upon filing of these Articles of Dissolution.


Kenneth Charles Fick, President
A.O.G. AVIATION MAINTENANCE, INC.

Dated: 12-20-96

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 20 day of December, 1996, by Kenneth Charles Fick, President of A.O.G. AVIATION MAINTENANCE, INC., who is personally known to me, and who did take an oath.



Suzanne Grace Schuerman
OFFICIAL SEAL
My Comm. Expires 05-04-97
BONDED THROUGH
ALAN INSURANCE SERVICES
CC 293145


Notary Public, State of Florida