# 5451 Som Bra Oct Lago Address 200002232092--1 -07/08/97--01001--001 \*\*\*\*\*70.00 \*\*\*\*\*\*70.00 TAIL FL 32303 (904) 514-1021 City/State/Zip Phone # Office Use Only CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): Sky Die TallaHassee Inc. (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Certified Copy Pick up time Mail out Will wait Photocopy Certificate of Status AMENDMENTS -----NEW FILINGS Profit Amendment NonProfit Resignation of R.A., Officer/ Director Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal Other Merger REGISTRATION/ OTHER FILINGS QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement

Trademark

Other

Examiner's Initials 7779

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TALLAHASCEE, FLORIDA

#### ARTICLES OF INCORPORATON

OF

SKYDIVE TALLAHASSEE, INC.

The undersigned Incorporators hereby file these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

### ARTICLE 1

Name. The name of this corporation is SKYDIVE TALLAHASSEE, INC.

# **ARTICLE 2**

<u>Purpose.</u> This corporation is formed for the purpose of providing flight service for sky diving activities and other activities using flight services, pursue and carry on any other lawful activity or business permitted under the laws of the United States and of the State of Florida.

#### ARTICLE 3

Initial Registered Office and Agent. The principal place of business is 5451 Sombra Del Lago Drive, Tallahassee, Florida 32303, and the mailing address of the initial registered office of the corporation is 5451 Sombra Del Lago Drive, Tallahassee, Florida 32303. The name of the initial registered agent of this corporation is Magnus Delacy Peavy, IV at 5451 Sombra Del Lago Drive, Tallahassee, Florida 32303.

# ARTICLE 4

<u>Duration.</u> The term for which this corporation shall exist shall be perpetual unless sooner dissolved according to law.

#### ARTICLE 5

<u>Directors.</u> This corporation shall have two directors initially. The number of directors may be either increased or decreased from time to time in accordance with the By-Laws adopted by the stockholders, but shall never be less than one. The name and address of the initial directors, who shall hold office until the first annual meeting of the shareholders, are:

Magnus Delacy Peavy, IV 5451 Sombra Del Lago Drive Tallahassee, FL 32303 Tracy Renee Peavy 5451 Sombra Del Lago Drive Tallahassee, FL 32303

#### ARTICLE 6

Stock. The authorized capital stock of this Corporation shall consist of 100 shares of Common Stock with a par value of One Dollar (\$1.00) per share. The stock of the Corporation shall be issued for such consideration as may be determined by the Board of Directors but not less than par value. Shareholders may enter into agreements with the Corporation or with each other to control or restrict the transfer of stock and such agreements may take the form of options, rights of first refusal, buy and sell agreements or any other lawful form of agreements. Each stockholder shall be entitled to one (1) vote for each share owned by said stockholder.

# ARTICLE 7

Directors' Liabilities and Rights. No contract, act or transaction of this corporation with any person, firm or other corporation, in absence of fraud or wrongdoing, shall be affected or invalidated by the fact that any director of this corporation is a party to or financially interested in such contract, act or transaction, or in any way connected with such person, firm or corporation, and each and every person who may become a director of this corporation is hereby relieved from any liability that might otherwise exist from thus contracting with this corporation for the benefit of himself or any other firm, association or corporation in which he may anywise be interested. Any director of this corporation may vote upon any contract or other transaction between the corporation and any other company without regard to the fact that he is also a director of such other company.

# **ARTICLE 8**

Officers. The Corporation shall have a President, Vice-President, Secretary and a Treasurer. A person may hold more than one office.

# **ARTICLE 9**

<u>Powers.</u> This corporation shall have all the corporate powers enumerated in the Florida Business Corporation Act.

# **ARTICLE 10**

Incorporator. The name and address of the Incorporator signing these Articles is:

Magnus Delacy Peavy, IV 5451 Sombra Del Lago Drive Tallahassee, FL 32303

# **ARTICLE 11**

Amendment. These Articles of Incorporation may be amended, changed, altered or repealed only by majority vote of the shareholders as now or hereafter provided for by law.

IN WITNESS WHEREOF, the undersigned, being the original subscribing Incorporators, has executed these Articles of Incorporation on this the \_\_\_\_\_ day of July, 1997.

MO Reauge (SEAL)
MAGNUS DELACY PEAVY, IV

STATE OF FLORIDA

COUNTY OF Leon

The foregoing instrument was acknowledge before me this 7<sup>th</sup> day of July, 1997 by MAGNUS DELACY PEAVY, IV who is (personally known to me) or who has produced Valid Florida driver's license as identification.

Signature of Notary Public State of Florida

Janet Dorough
Name Typed/Printed

My Commission Expires: My Commission No.:

(A)

Janet Derough Stanton Comm. No. CC 502516 My Comm. Exp. Oct. 17, 1999 Bonded thru Pichard Ins. Agey,

# CERTIFICATE DESIGNATING REGISTERED AGENT AND REGISTERED OFFICE

FILED

In compliance with Florida Statutes Sections 48.091 and 607.0501, the following is Submitted:

SKYDIVE TALLAHASSEE, INC., desiring to organize as a corporation under the laws of the State of Florida, has designated 5451 Sombra Del Lago Drive, Tallahassee, Florida 32303, as its initial Registered Office and has named Magnus Delacy Peavy, IV located at said address as its initial Registered Agent.

President

Date: フ-フ-タフ

Having been named registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, the undersigned hereby accepts said appointment and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties and is familiar with and accepts the obligations of his position as registered agent.

MAGNUS DELACYPEAVY, IV

Registered Agent

Date: 7-7-97