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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: OMNI INTERNATIONAL AIRLINE, INC.

AUDIT NUMBER.....H97000019189

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

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**ARTICLES OF INCORPORATION OF  
OMNI INTERNATIONAL AIRLINE, INC.**

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The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I - NAME**

The name of the corporation shall be:  
OMNI INTERNATIONAL AIRLINE, INC.

The principal place of business of this corporation shall be:  
600 Corporate Drive, # 510, Fort Lauderdale, FL 33334

**ARTICLE II - NATURE OF BUSINESS**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

**ARTICLE III - CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having a par value of \$1.00 per share. Stock will be issued pursuant to §1244, I.R.C.

**ARTICLE IV - ADDRESS**

The street address of the initial registered office of the corporation shall be 1290 East Oakland Park Blvd., Suite 200, Fort Lauderdale, FL 33334 and the name of the initial registered agent of the corporation at that address is Marilee B. Bach.

**ARTICLE V - TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VI - OFFICERS AND DIRECTORS**

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:  
Dean Fredericks, President, Secretary/Treasurer and Sole Director  
600 Corporate Drive, # 510, Fort Lauderdale, FL 33334

**ARTICLE VII - SUBSCRIBER**

The name and street address of the subscriber to these Articles of Incorporation is:  
MARILEE B. BACH  
1290 East Oakland Park Blvd., Suite 200, Fort Lauderdale, FL 33334

This instrument prepared by:

Thomas F. Luken      FBNb. 108697  
1290 East Oakland Park, Suite 200  
Fort Lauderdale, FL 33334

(954) 561-9500

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IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 18th day of November, 1997.

*MBach*

Marilee B. Bach

STATE OF FLORIDA )  
                                  )SS  
COUNTY OF BROWARD )

The foregoing instrument was acknowledged before me this 18<sup>th</sup> day of November, 1997 by MARILEE B. BACH who is personally known to me and who did take an oath.

*Melissa K. Sly*  
NOTARY PUBLIC



MELISSA K. SLY  
COMMISSION # CC457428  
EXPIRES MAY 1, 1998

I agree to serve as Registered Agent for the above corporation. My office address is: MARILEE B. BACH, 1290 East Oakland Park Blvd., Suite 200, Fort Lauderdale, FL 33334.

*MBach*

MARILEE B. BACH

STATE DEPARTMENT OF REVENUE  
TALLAHASSEE, FLORIDA

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