

# P980000-76745

CONNIE H. SHIVERS, CLS  
HOLLAND & KNIGHT 425-5657

Requestor's Name  
315 SOUTH CALHOUN STREET

Address  
Tallahassee, Florida 32301

City/State/Zip Phone #  
224-7000

Office Use Only

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98 OCT -9 AM 11:55  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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

1. ABA Airplane, Inc. (Corporation Name) (new filing) (Document #)
2. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
3. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
4. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)

- Walk-in     Pick up time 8:00     Certified Copy
- Mail out     Will wait     Photocopy     Certificate of Status

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

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input checked="" type="checkbox"/>	UCC

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED  
98 OCT -9 PM 12:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

100002660431-9  
-10/09/98-01050-011  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

T. SMITH 'OCT' 09 1998

Examiner's Initials	
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**ARTICLES OF INCORPORATION  
OF  
FBA AIRPLANE, INC.**

FILED  
98 OCT -9 PM 12: 52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of FBA AIRPLANE, INC. under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

**ARTICLE I. NAME**

The name of the corporation is FBA AIRPLANE, INC.

**ARTICLE II. ADDRESS**

The mailing address of the corporation is SunTrust International Center, One Southeast Third Avenue, Suite 2300, Miami, Florida 33131.

**ARTICLE III. COMMENCEMENT OF EXISTENCE**

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

**ARTICLE IV. PURPOSE**

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

**ARTICLE V. AUTHORIZED SHARES**

The maximum number of shares that the corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$.01 per share.

**ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 701 Brickell Ave., Suite 3000, Miami, Florida 33131 and the name of the corporation's initial registered agent at that address is Intrastate Registered Agent Corporation.

**ARTICLE VII. INITIAL BOARD OF DIRECTORS**

The corporation shall have three directors initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The names and street addresses of the initial directors are:

<u>Name</u>	<u>Address</u>
Micky Arison	Miami Heat Limited Partnership SunTrust International Center One Southeast Third Avenue Suite 2300 Miami, Florida 33131
Howard S. Frank	Miami Heat Limited Partnership SunTrust International Center One Southeast Third Avenue Suite 2300 Miami, Florida 33131
L. Jay Cross	Miami Heat Limited Partnership SunTrust International Center One Southeast Third Avenue Suite 2300 Miami, Florida 33131

**ARTICLE VIII. INCORPORATOR**

The name and street address of the incorporator are Ronald Albert, Jr., 701 Brickell Avenue, Suite 3000, Miami, Florida 33131.

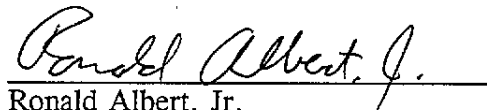
**ARTICLE IX. BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

**ARTICLE X. AMENDMENTS**

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation on October 8, 1998.

  
\_\_\_\_\_  
Ronald Albert, Jr.  
Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:


That **FBA AIRPLANE, INC.**, desiring to organize under the laws of the State of Florida with its initial registered office as indicated in the Articles of Incorporation at 701 Brickell Ave., Suite 3000, Miami, Florida, 33131, has named Intrastate Registered Agent Corporation as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, the undersigned agrees to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and is familiar with, and accepts, the obligations of that position.

Dated this 8th day of October, 1998.

**INTRASTATE REGISTERED AGENT CORPORATION**

By:   
Name: Steven H. Hagen  
Title: Vice President

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA