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REFERENCE:

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CONTACT:

CINDY HICKS

FROM:

CORPORATE & CRIMINAL RESEARCH SERVICES

103 N. MERIDIAN STREET

TALLAHASSEE, FL 32301

TELEPHONE:

222-1173

SUBJECT:

Apogee Air Company

FILED
99 JAN 27 PM 2:21
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

STATE FEES PREPAID WITH CHECK #

4168

FOR \$

78.75

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*****78.75 *****78.75

PLEASE FILE:

- ☒ ARTICLES OF INC. ☐ AMENDMENT ☐ DISSOLUTION
☐ ANNUAL REPORT ☐ MERGER ☐ WITHDRAWAL
☐ QUALIFICATION ☐ LIMITED PARTNERSHIP ☐ ANNUAL REPORT
☐ FICTITIOUS NAME ☐ LIMITED LIABILITY ☐ REINSTATEMENT
☐ TRADEMARK/SERVICE ☐ UCC-1 ☐ UCC-3

PROVIDE US WITH:

- ☒ CERTIFIED COPY ☐ CERTIFICATE OF STATUS ☐ STAMPED COPY

Examiner's Initials

T. SMITH JAN 27 1999

RECEIVED
99 JAN 27 AM 9:45
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
APOGEE AIR COMPANY**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JAN 27 PM 2:21

FILED

ARTICLE I

The name of the corporation is APOGEE AIR COMPANY (the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is 3201 N. Surfside Road, Hollywood, Florida 33019.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
1,000	\$.01	Common

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than fifty percent (50%) of the shares entitled to vote on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office is 3201 N. Surfside Road, City of Hollywood, County of Broward, State of Florida 33019 and the name of its initial registered agent at such office is Lou Roth.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws.

ARTICLE VII

The name of the Incorporator is Lou Roth and the address of the Incorporator is 3201 N. Surfside Road, Hollywood, Florida 33019.

ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 22 day of January, 1999.



Lou Roth, Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of APOGEE AIR COMPANY accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.



Lou Roth, Registered Agent

Dated: January 22, 1999