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LOCAL REPRESENTATIVE TALLAHASSEE

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*****87.50 *****87.50

OFFICE USE ONLY

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

1. SOUTHERN AIRSPACE GROUP, INCORPORATED
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☒ Walk in ☒ Pick up time 2:00 ☒ Certified Copy
- ☐ Mail out ☐ Will wait ☐ Photocopy ☒ Certificate of Status

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99 JUL 15 PM 12:43
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

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

Examiner's Initials

DIAN BOURNE, P.A.

ATTORNEY-AT-LAW

TELEPHONE
305-252-2500

PARK PLACE II, SUITE C
12934 S.W. 133RD COURT • MIAMI, FLORIDA 33186

FACSIMILE
305-252-3115

July 12, 1999

The Secretary of State
Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, Florida 32314

Dear Madam:

RE: SOUTHERN AIRSPACE GROUP, INCORPORATED


Enclosed please find our check in the amount of \$87.50 (eighty-seven dollars and fifty cents) which covers the following costs:

Filing Fee for Articles of Incorporation	\$70.00
Certified Copy of Articles of Incorporation	8.75
Certification of Status	8.75

\$87.50

Thank you in advance for your prompt attention to this matter.

Very truly yours,



Dian Bourne, Esq.

DB/jdl
Encls.

**ARTICLES OF INCORPORATION
OF
SOUTHERN AIRSPACE GROUP, INCORPORATED**

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

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TALLAHASSEE FLORIDA

ARTICLE I – NAME

The name of this corporation shall be **SOUTHERN AIRSPACE GROUP, INCORPORATED**

ARTICLE II – NATURE OF BUSINESS

The specific purpose of this corporation is to engage in all aspects of the aviation industry, including but not limited to: the sale, service, production, creation, manufacture, overhaul and distribution of aircrafts, aircraft engines, and aircraft parts and the manufacture, sale, repair and distribution of all related products. To manufacture, purchase, or otherwise acquire, to own and mortgage, pledge, sell, assign, and transfer or otherwise dispose of, and to invent, trade, deal in and with goods, wares, merchandise and other personal and real property of every class description whatsoever in the State of Florida, notwithstanding any activity or business with any or all powers for any or all purposes determined convenient or necessary by the Board of Directors as permitted under these Articles of Incorporation and its Bylaws.

To have one or more officers conduct its business and promote the objectives within or outside the State of Florida, in other states, and the District of Columbia, the territories possessions and dependencies of the United States and in foreign countries without restrictions as to place or amount.

To do all and everything necessary and proper for the accomplishment of any of the purposes or the attainment of any of the objectives, or the furtherance of any of the powers enumerated in this Certificate of Incorporation or any amendment hereof.

ARTICLE III – PRINCIPAL OFFICE

The name and address of the principal office of the Corporation is **SOUTHERN AIRSPACE CROUP, INC.** with its street address at: Park Place II, Suite C
12934 SW 133rd Court
Miami, Florida 33186

ARTICLE IV—INCORPORATOR

The name and address of the incorporator of this corporation is:

Dian Bourne, Esquire
Park Place II, Suite C
12934 SW 133rd Court
Miami, Florida 33186
Telephone: 305-252-2500
Telecopier: 305-252-3115

ARTICLE V – CORPORATE CAPITALIZATION

- (a) The total authorized capital stock of this corporation shall be five hundred shares of Common Stock, each share having a par value of \$1.00 (one dollar) per share. The whole or any part of the stock of the corporation shall be payable in lawful money of the United States of America, or property, labor, or services at a just valuation to be fixed by the Directors. Property or labor may also be purchased with the capital stock at such valuation as shall be fixed by the Directors.
- (b) No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature, provided however that the Board of Directors may in authorizing the issuance of shares of stock of any class confer any preemptive right that the Board of Directors may deem advisable in connection with such issuance.

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- (c) The Board of Directors of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized for such consideration as the Board of Directors may set forth in the bylaws of the Corporation.
- (d) The Board of Directors of the Corporation may by Articles Supplementary classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions, or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or terms or conditions of redemption of the stock.

ARTICLE VI – POWERS OF INCORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE VII – TERM OF EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE VIII – TITLE

The Corporation to the extent permitted by law shall be entitled to treat the person in whose name any share or right is registered on the books of the corporation as the owner thereto for all purposes and shall not be bound to recognize any equitable or other claim to or interest in such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

ARTICLE IX – BOARD OF DIRECTORS

The number of directors of said corporations shall be provided in the Bylaws but in no event shall the number be less than ONE (1) nor more than FIVE (5).

ARTICLE X – OFFICERS OF CORPORATION

The names and post office address of the first Board of Directors who shall hold office for the first year of the existence of the corporation or until their successors have been elected and qualified, unless otherwise stated by the Bylaws are:

LEX N. BARKER, President

Park Place II, Suite c

12934 SW 133rd Court

Miami, Florida 33186

Telephone: 404-713-5882

RICHARD CAMPBELL, Secretary/Treasurer

Park Place II, Suite C

12934 SW 133rd Court

Miami, Florida 33186

Telephone: 305-233-0550

ARTICLE XI – REGISTERED OFFICE AND REGISTERED AGENT

The name and address of the registered office and agent of the corporation are:

Registered Office

SOUTHERN AIRSPACE, GROUP, INC.

Park Place II, Suite C

12934 SW 133rd Court

Miami, Florida 33186

Telephone: 305-233-0550

Registered Agent

LEX N. BARKER

Park Place II, Suite C

12934 SW 133rd Court

Miami, Florida 33186

Telephone: 305-233-0550

ARTICLE XII – BYLAWS

The Board of Directors of the Corporation shall have power without the assent or vote of the shareholders to make, alter, amend, or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Directors at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

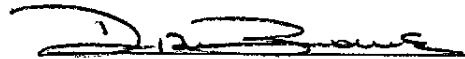
ARTICLE XIII – EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE XIV – AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this the 12th day of July , 1999.



DIAN BOURNE, ESQUIRE
INCORPORATOR

**CERTIFICATION OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION ORGANIZED UNDER THE LAWS OF THE
STATE OF FLORIDA SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING
THE REGISTERED OFFICE/AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is: **SOUTHERN AIRSPACE GROUP,
INCORPORATED.**

2. The name and address of the registered office and agent is:

REGISTERED OFFICE: SOUTHERN AIRSPACE GROUP, INCORPORATED

REGISTERED AGENT:

LEX N. BARKER

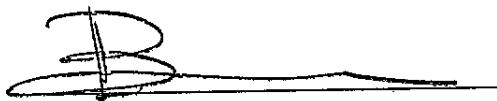
Park Place II, Suite C

12934 SW 133rd Court

Miami, Florida 33186

Telephone: 305-233-0550

Having been named as registered agent to accept service of process for the above
stated corporation at the place designated in this certificate, I hereby accept the
appointment as registered agent and agree to act in this capacity. I further agree to comply
with the provisions of all statutes relating to the proper and complete performance of my
duties, and I am familiar with and accept the obligations of my position as registered
agent.



LEX N. BARKER

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JUL 15 PM 12:43
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Dated this the 12th day of July, 1999.