

Dec. 28, 2009, 1:42 PM Nation Shuffield Lowman

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MERGER OR SHARE EXCHANGE
CARGO AIRCRAFT MANAGEMENT, INC.

Certificate of Status	0
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EXAMINER

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**ARTICLES OF MERGER OF
DC-8 AIRCRAFT TWO, LLC
AND
767 AIRCRAFT ONE, LLC
WITH AND INTO
CARGO AIRCRAFT MANAGEMENT, INC.**

The following articles of merger are being submitted in accordance with Sections 607.1109, 608.4382, and/or 620.203, Florida Statutes:

FIRST: The exact name, street address of its principal office, jurisdiction, and entity type for each merging party are as follows:

	<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
1.	DC-8 Aircraft Two, LLC Florida Document/Registration Number: L06000111519	Florida	limited liability company
2.	767 Aircraft One, LLC Florida Document/Registration Number: L05000095119	Florida	limited liability company

SECOND: The exact name, street address of its principal office, jurisdiction, and entity type of the surviving party are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Cargo Aircraft Management, Inc. Florida Document/Registration Number: P99000083274	Florida	corporation

THIRD: The attached Plan of Merger was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with the applicable provisions of Chapters 607, 608, 617, and/or 620, Florida Statutes.

FOURTH: The attached Plan of Merger was approved by each other business entity that is a party to the merger in accordance with the respective laws of the state, country or jurisdiction under which such other business entity is formed, organized or incorporated.

FIFTH: If other than the date of filing, the effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State, is: December 30, 2009.

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SIXTH: If the surviving party is not formed, organized or incorporated under the laws of Florida, the survivor's principal office address in its home state, country or jurisdiction is as follows: Not Applicable

SEVENTH: If the surviving party is an out-of-state entity, the surviving entity:

(a) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce any obligation or the rights of any dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger.

(b) Agrees to promptly pay the dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger the amount, if any, to which they are entitled under the applicable provisions of Chapters 607, 608, 617, and/or 620, Florida Statutes.

EIGHTH: Signature for each party.

Name of Entity

Typed or Printed Name and Signature

Title of Individual

Cargo Aircraft Management,
Inc.

Joseph C. Hete

President

767 Aircraft One, LLC

Joseph C. Hete

Manager

DC-8 Aircraft Two, LLC

Joseph C. Hete

Manager

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TALLAHASSEE FLORIDA

FILED

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PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with the applicable provisions of Chapters 607, 608, 617, and/or 620, Florida Statutes, is being submitted in accordance with Section 607.1105, Florida Statutes.

FIRST: The exact name, form/entity type, and jurisdiction of each merging party are as follows:

<u>Name</u>	<u>Entity Type</u>	<u>Jurisdiction</u>
1. DC-8 Aircraft Two, LLC	limited liability company	Florida
2. 767 Aircraft One, LLC	limited liability company	Florida

SECOND: The exact name, form/entity type and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Entity Type</u>	<u>Jurisdiction</u>
Cargo Aircraft Management, Inc.	corporation	Florida

THIRD: The terms and conditions of the merger are as follows:

The merging parties shall be merged with and into the surviving party, and the separate existence of each merging party shall cease as of the effective date of this Plan of Merger. The surviving party shall retain the name of "CARGO AIRCRAFT MANAGEMENT, INC." after the merger. As of the effective date of this Plan of Merger, the surviving party shall possess all of the right, privileges, powers and franchises of each merging party, of a public as well as private nature, and all property, real, personal or otherwise, of each merging party, and all debts due on whatever account to it, including all choses of action and all and every other interest of or belonging to it, shall be taken by and deemed to be transferred to and vested in the surviving party without further act or deed; and except as provided herein, the identity, existence, purposes, powers, franchises, rights, immunities and liabilities of the surviving party shall continue unaffected and unimpaired by the merger.

The Articles of Incorporation and the Bylaws of the surviving party, as in effect immediately prior to the merger hereunder, shall, after the merger, continue to be the Articles of Incorporation and the Bylaws of the surviving party until duly amended in accordance with law, and no change to such Articles of Incorporation or Bylaws shall be affected by the merger hereunder. The persons who are the officers of the surviving party immediately prior to the merger hereunder shall, after the merger, continue to serve as the officers of the surviving party without change, subject to the provisions of the Articles of Incorporation and Bylaws of the surviving party and the laws of the State of Florida.

FOURTH:

- A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property are as follows:

After the effective date of this Plan of Merger, by virtue of the merger and without any action on the part of the members of the merging parties or the shareholders of the surviving party, all of the issued and outstanding certificates representing units of ownership in each merging party shall be cancelled. Certificates representing ownership of shares of stock in the surviving party shall not be affected by the merger under this Plan of Merger.

- B. The manner and basis of converting rights to acquire interests, shares, obligations or other securities of each merged party into rights to acquire interests, shares, obligations or other securities of the surviving entity, in whole or in part, into cash or other property are as follows:

Not Applicable

FIFTH: If a partnership is the survivor, the name and business address of each general partner is as follows:

Not Applicable

SIXTH: If a limited liability company is the survivor, the name and business address of each manager or managing member is as follows:

Not Applicable

SEVENTH: Any statements that are required by the laws under which each other business entity is formed, organized, or incorporated are as follows: Not Applicable

EIGHTH: Other provisions, if any, relating to the merger are as follows: Not Applicable

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JANUARY 2010