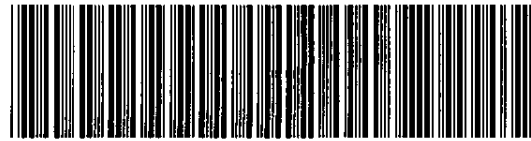


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12/21/11--01016--009 **70.00

EFFECTIVE DATE

12-30-11

RECEIVED
TREASURY OF FLORIDA
TALLAHASSEE, FL 32399

211 DEC 21 PM 1:25

FILED

Meyer
S
12-21-11

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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Office Use Only

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Cargo Aircraft Management, Inc.
Name of Surviving Corporation

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

Nicole C. Smith
Contact Person

Cargo Aircraft Management, Inc.
Firm/Company

7100 TPC Drive, Suite 100
Address

Orlando, Florida 32822
City/State and Zip Code

nsmith@cargoholdings.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Nicole C. Smith At (407) 517-0297
Name of Contact Person Area Code & Daytime Telephone Number

☐ Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

STREET ADDRESS:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

**ARTICLES OF MERGER OF
727 AIRCRAFT TWO, INC.
WITH AND INTO
CARGO AIRCRAFT MANAGEMENT, INC.**

FILED
2011 DEC 21 PM 1:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following articles of merger are being submitted in accordance with Section 607.1104, Florida Statutes:

FIRST: The exact name and jurisdiction of the surviving corporation are as follows:

| <u>Name</u> | <u>Jurisdiction</u> | <u>Document Number</u> | <u>EFFECTIVE DATE</u> |
|---------------------------------|---------------------|------------------------|-----------------------|
| Cargo Aircraft Management, Inc. | Florida | P99000083274 | 12-30-11 |

SECOND: The exact name and jurisdiction of each merging corporation is as follows:

| <u>Name</u> | <u>Jurisdiction</u> | <u>Document Number</u> |
|------------------------|---------------------|------------------------|
| 727 Aircraft Two, Inc. | Florida | P06000094878 |

THIRD: The Plan of Merger is attached.

FOURTH: The merger shall become effective on:

G the date these Articles of Merger are filed with the Florida Department of State
OR

☒ December 30, 2011

(Enter a specific date, which cannot be prior to the date of filing or more than 90 days after the date of filing.

FIFTH: Adoption of Merger by surviving corporation.

G the Plan of Merger was adopted by the shareholders of the surviving corporation on ____

OR

☒ the Plan of Merger was adopted by the board of directors of the surviving corporation on December 6, 2011 and shareholder approval was not required.


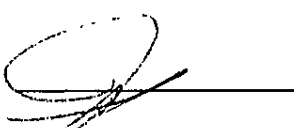
SIXTH: Adoption of Merger by merging corporation.

G the Plan of Merger was adopted by the shareholders of the surviving corporation on ____

OR

☒ the Plan of Merger was adopted by the board of directors of the surviving corporation on December 5, 2011 and shareholder approval was not required.

SEVENTH: Signatures for each corporation

| <u>Name of Entity</u> | <u>Signature(s)</u> | <u>Typed or Printed Name and Title of Individual</u> |
|--|--|--|
| <u>Cargo Aircraft Management, Inc.</u> |  | Joseph C. Hete <u>President</u> |
| <u>727 Aircraft Two, Inc.</u> |  | Joseph C. Hete <u>President</u> |

PLAN OF MERGER

The following plan of merger is submitted in compliance with Section 607.1104, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation.

FIRST: The exact name and jurisdiction of the surviving corporation are as follows:

| <u>Name</u> | <u>Jurisdiction</u> |
|---------------------------------|---------------------|
| Cargo Aircraft Management, Inc. | Florida |

SECOND: The exact name and jurisdiction of the merging corporation is as follows:

| <u>Name</u> | <u>Jurisdiction</u> |
|------------------------|---------------------|
| 727 Aircraft Two, Inc. | Florida |

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

The merging corporation shall be merged with and into the surviving corporation, and the separate existence of the merging corporation shall cease as of the effective date of this Plan of Merger. The surviving corporation shall retain the name of "**CARGO AIRCRAFT MANAGEMENT, INC.**" after the merger. As of the effective date of this Plan of Merger, the surviving corporation shall possess all of the right, privileges, powers and franchises of the merging corporation, of a public as well as private nature, and all property, real, personal or otherwise, of the merging corporation, 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 corporation without further act or deed; and except as provided herein, the identity, existence, purposes, powers, franchises, rights, immunities and liabilities of the surviving corporation shall continue unaffected and unimpaired by the merger.

The Articles of Incorporation and the Bylaws of the surviving corporation 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 directors and officers of the surviving party immediately prior to the merger hereunder shall, after the merger, continue to serve as the directors and 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 the 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 shareholders of the merging party or the shareholders of the surviving party, all of the issued and outstanding certificates representing shares of stock in the 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 the 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: The shareholders of the merging corporation, who, except for the applicability of Section 607.1104, Florida Statute, would be entitled to vote and who dissent from the merger pursuant to Section 607.1321, Florida Statute, may be entitled, if they comply with the provisions of this act regarding appraisal rights, to be paid the fair value of their shares.