

IN THE CIRCUIT COURT OF THE
FIFTEENTH JUDICIAL CIRCUIT IN AND
FOR PALM BEACH COUNTY, FLORIDA

STEPHEN BYERS,

CASE NO:50-2019-CA-012472

Plaintiff,

v.

ANTIQUERS AERODROME, INC.,
a Florida corporation,

Defendant.

_____ /

MOTION FOR SUMMARY FINAL JUDGMENT

Plaintiff, STEPHEN BYERS, pursuant to Florida Rule of Civil Procedure 1.510 hereby moves this Court to enter a summary final judgment, on the grounds that there is no issue of material fact and Plaintiff is entitled to judgment as a matter of law.

I. Introduction

Plaintiff's Complaint is an action for declaratory relief pursuant to Chapter 86 and Section 712.12(5), Florida Statutes.

Plaintiff seeks a judicial determination of the following:

1. Whether the defendant corporation had or has authority to impose covenants and restrictions;
2. Whether the covenants or deed restrictions described in the Complaint apply or operate to impose said covenants or restrictions on Plaintiff's property;
3. Whether the statute upon which the defendant relies is unconstitutional as applied to Plaintiff; and
4. Whether the alleged revitalization of those covenants or restrictions unconstitutionally deprives Plaintiff of rights or property.

II. Facts

Antiquers Aerodrome, Inc. was a for-profit corporation formed in Florida in 1967 to sell real property. [Exhibit 1]. The original incorporators were James A Weck, Barry J. Stone, and Cecilia Dunlavey. *Id.*

The original statement of purpose in the Articles of Incorporation was and remains, “to buy, sell, build, develop and construct, real estate and buildings, to engage in the building and construction; . . .” There was and is no stated purpose to be or become a homeowner’s association. [Exhibit 1]. The Articles of Incorporation called for the issuance of stock. *Id.* The Articles of Incorporation provided that any amendment to the Articles would be proposed by the stockholders. *Id.* Seventy four (74) shares of common stock were issued in 1968, as disclosed to the Office of the Secretary of State. [Exhibit 2].

The last of the lots in the development in the development were sold in 1971.

In 1972, the Corporate Tax Return shows that the stated purpose of the corporation known as Antiquers Aerodrome, Inc. was “Ownership of R.E.” [Exhibit 3]. In October of 1974, the corporation was dissolved by proclamation of the Secretary of State. [Exhibit 4]. *See*, Florida Statute 607.271(2)(1979).

Six years passed.

In 1980, a purported reinstatement of Antiquers Aerodrome, Inc. was filed with the Department of State, Division of Corporations. [Exhibit 5]. Signers on the reinstatement document were Lynn S. Ludington, President, Mahlon Weir, Vice President, Charles Clute, Treasurer, George Powell, Secretary, Paul Array, Director, John C. Michel, Director, and Maynard Abrams, Director. *Id.*

None of these signers were directors or officers of the dissolved corporation called “Antiquers Aerodrome, Inc.” in 1974 when it was dissolved. [Exhibit 6].

Florida Statute 607.271(5)(1979) provided, “[a]ny corporation dissolved by the Department of State under the provisions of subsection (2) or prior law may be reinstated by the Department of State at any time upon approval of an application for reinstatement signed by an officer or director of the dissolved corporation.” [Exhibit 7].

Florida Statute 607.0202 provides that the articles of incorporation may set forth, “the purpose or purposes for which the corporation is organized. . .” Florida Statute 607.011(1979) regarding general powers of corporations was similar. [Exhibit 8]. Florida Statutes going back to 1979 provide that a corporation has the right to amend its articles among other reasons, “to change, enlarge, or diminish its corporate purposes.” §607.177 Fla. Stat. (1979). Currently, “Every corporation incorporated under this chapter has the purpose of engaging in any lawful business unless a more limited purpose is set forth in the articles of incorporation.” §607.0301 Fla. Stat. (2021). A more limited purpose is set forth in the Articles of Incorporation for Antiquers Aerodrome, Inc. – owning, developing, and selling real estate. [Exhibit 3]. No amendment to the stated purposes of the original for-profit developer articles of incorporation has ever been filed with the Division of Corporations. [Exhibit 9]. Antiquers Aerodrome, Inc. has consistently filed its annual reports as a for-profit corporation. *See, eg.,* Exhibit 10.

Florida Statutes 608.30(1973) and 607.297(3) (1979) provided that an involuntarily dissolved corporation had three (3) years to amend its articles to extend its period of duration after such dissolution. [Exhibits 11, 12].

Chapter 2004-353 Laws of Florida, creating §720.407 Fla. Stat. became effective October 1, 2004.

Byers purchased his property on October 28, 2004. [Exhibit 13]. There was no homeowner's association in existence at that time and there were no covenants and restrictions encumbering the property he purchased.

The lack of covenants and restrictions was material to the plaintiff's decision to purchase the subject property.

On or about February 26, 2018, "Revived Restrictive Covenants and Reservations and Other Governing Documents Relating to Antiquers Aerodrome, Inc." were filed as CFN 20180072998 in the Official Records of Palm Beach County, Florida. [Exhibit 14].

III. Argument

A. Summary Judgment Standard

Effective May 1, 2020, the Supreme Court of Florida promulgated amended Rule 1.510, adopting the "summary judgment standard articulated by the United States Supreme Court in *Celotex Corp. v. Catrett*, 477 U.S. 317, 106 S.Ct. 2548, 91 L.Ed.2d 265 (1986); *Anderson v. Liberty Lobby, Inc.*, 477 U.S. 242, 106 S.Ct. 2505, 91 L.Ed.2d 202 (1986); and *Matsushita Electric Industrial Co. v. Zenith Radio Corp.*, 475 U.S. 574, 106 S.Ct. 1348, 89 L.Ed.2d 538 (1986) (together, the 'federal summary judgment standard')." *In re Amendments to Florida Rule of Civil Procedure 1.510*, 309 So. 3d 192 (Fla. 2020).

In our view, the plain language of Rule 56(c) mandates the entry of summary judgment, after adequate time for discovery and upon motion, against a party who fails to make a showing sufficient to establish the existence of an element essential to that party's case, and on which that party will bear the burden of proof at trial. In such a situation, there can be "no genuine issue as to any material fact," since a complete failure of proof concerning an essential element of the nonmoving party's case necessarily renders all other facts immaterial. The moving party is "entitled to a judgment as a matter of law" because the nonmoving party has failed to make a sufficient showing on an essential element of her case with respect to which she has the burden of proof. "[T]h[e] standard [for granting summary judgment] mirrors the standard for a directed verdict under Federal Rule of Civil Procedure

50(a)....” *Anderson v. Liberty Lobby, Inc.*, 477 U.S. 242, 250, 106 S.Ct. 2505, 2511, 91 L.Ed.2d 202 (1986).

Celotex Corp. v. Catrett, 477 U.S. 317, 322–23 (1986)

A motion for summary judgment may be made with or without affidavits. *Id.* It is not the task of the moving party to negate the claims of the non-moving party. *Id.*

B. Antiquers Aerodrome, Inc. lacks authority to promulgate or enforce covenants.

For purposes of this motion and to save words, Byers will refer to “Antiquers Aerodrome, Inc.” or “AAI,” though its legal existence is not conceded.

The “Antiquers Aerodrome, Inc.” which exists today has no legal connection to the AAI that was established to develop Skyline Drive and its airstrip. The facts demonstrate that the purported reinstatement in 1980 was not in accordance with the reinstatement statute and should **not** have been accepted by the Division of Corporations. The statute directs that to qualify for reinstatement, an officer or director of the dissolved corporation must seek it. The signers on the document seeking reinstatement were not officers or directors in place when the dissolution took place in 1974. State agencies can take ultra vires actions. *Dep't of Env'tl. Prot. v. Landmark Enterprises, Inc.*, 3 So. 3d 434, 435 (Fla. 2d DCA 2009), and this was one. To reinstate the corporation after three years and without authority of its previous leadership was “clearly ultra vires and outside the power” of the Division. *Dade Cnty. v. Pan Am. World Airways, Inc.*, 275 So. 2d 505, 517 (Fla. 1973). AAI is a non-entity. However, because it seeks to enforce baseless covenants against the plaintiff, there was no other option for a defendant, and that question is basic to this action.

Even had the proper parties signed for reinstatement, the reinstatement took place long after the passage of three years, which Florida Statutes provides for winding up business. The reinstatement of Antiquers Aerodrome, Inc. was invalid and void.

Upon dissolution, a Florida corporation may continue as a body corporate for a period of three years for specific purposes, which are according to s 608.30(1), Fla.Stat., F.S.A.:

‘* * * the purpose of satisfying its liabilities, selling and conveying its property and dividing the net remaining assets among the stockholders but for no other purpose.’ (Emphasis ours.)

Similarly, according to the provisions of s 608.35, Fla.Stat., F.S.A.:

‘Any corporation failing to file the annual report with the state revenue commission and pay the capital stock tax as required in s 608.33, within six (6) months of the date required herein for filing the return and paying said tax shall not be permitted to maintain or defend any action in any court of this state until such reports are filed and all taxes due under part I of this chapter are paid.’

Furthermore, the statutes limit a dissolved corporation’s ability to do anything to three (3) years, and the statute must be strictly construed. “[S]tatutes allowing a limited corporate existence subsequent to dissolution must be strictly construed as they are in derogation of the common law rule that upon dissolution a corporation was for all purposes extinct. *Fleischer v. W.P.I.X., Inc.*, 30 Misc.2d 17, 213 N.Y.S.2d 632. It is obvious, then, that the corporation itself, once dissolved, could not maintain this suit.

Nelson v. Miller, 212 So. 2d 66, 67 (Fla. 3d DCA 1968).

[T]he automatic reinstatement provision of Section 607.271(5), Florida Statutes (1977) is limited to the three-year grace period contained in Section 607.297, Florida Statutes (1977). Section 607.297, Florida Statutes (1977) clearly states that the dissolution of a corporation will not impair any remedy available so long as the proceeding thereon is initiated within three years after the date of dissolution. Section 607.271(5), Florida Statutes (1977) states that when an application for reinstatement is approved by the Secretary of State, the corporate existence shall be deemed continued without interruption; it does not state that the reinstatement of a previously dissolved corporation will also automatically reinstate rights or claims of the corporation that existed at the time of its dissolution. To allow the automatic reinstatement provision of Section 607.271(5), Florida Statutes (1977) to control over the three-year grace period contained in Section 607.297 would render the latter statute meaningless. Florida and Federal cases have held that any action or claims of a Florida corporation abate after three years following the dissolution. See: *Nelson v. Miller*, 212 So.2d 66 (Fla. 3d DCA 1968); *Walder v. Paramount Publix Corporation*, 132 F.Supp. 912 (S.D.N.Y.1955); *Fleischer v. A. A. P., Inc.*, 180 F.Supp. 717 (S.D.N.Y.1959); *Fleischer v. A. A. P., Inc.*, 222 F.Supp. 40 (S.D.N.Y.1963).

Haitian Ventures, Inc. v. Wisniewski, 376 So. 2d 424, 425–26 (Fla. 3d DCA 1979).

Done properly, a reinstatement within three years preserves the rights of the corporation to its claims. Even proper reinstatement after three years did not preserve its claims.

Even if we were to consider that the corporations had been properly reinstated in 1982 (or any date subsequent to December 1979), the result in this case would be unchanged. Reinstatement is permitted by section 607.271(5), which provides in pertinent part that “the corporate existence shall be deemed to have continued without interruption from the date of dissolution.” We agree with the third district, which held in *Haitian Ventures, Inc. v. Wisniewski*, 376 So.2d 424 (Fla. 3d DCA 1979), that the automatic reinstatement provision is limited to the three year grace period contained in section 607.297, Florida Statutes. The court pointed out that the reinstatement provision does not automatically reinstate rights or claims of the corporation. *Id.* at 426. **Thus, a corporation reinstated within three years has remedies available for rights and claims existing prior to the dissolution. However, a corporation reinstated after three years does not have such remedies.** [Emphasis added].

Fedonics W. Hollywood Corp. v. Barnett Bank of S. Florida, N.A., 450 So. 2d 322, 324 (Fla. 4th DCA 1984).

AAI as a void organization lacks authority to enforce restrictions on Byers’ property. In truth, the act of the Division of Corporations was acting *ultra vires* in reinstating the entity. Its interest cannot be established because it is a non-entity. *See, Citizens’ Bank & Tr. Co. v. Mabry*, 136 So. 714, 718 (Fla. 1931).

All acts the putative entity known as Antiques Aerodrome, Inc. have taken since dissolution of the original corporation in 1974 are void and of no effect, including the instant covenants it seeks to enforce, for the very same reasons. They were all done without legal authority, including the current putative covenants.

Thus an issue about which Plaintiff is in doubt is the very legal existence of AAI.

C. Antiquers Aerodrome, Inc. is not a homeowners’ association.

The Antiquers Aerodrome acting today has no connection to the developer nor is it (nor can it, as a non-entity be) an assignee of the developer. The Supreme Court of Florida settled the

issue of a property owners' association's rights without ties to the developer in 1993. It answered the following certified question in the negative:

ABSENT A SPECIFIC RULE OF PROCEDURE, DOES A PROPERTY OWNERS' ASSOCIATION THAT IS NOT A DIRECT SUCCESSOR TO THE INTERESTS OF THE DEVELOPER AND PROVISION FOR WHICH DOES NOT APPEAR IN THE GRANTOR'S ORIGINAL SUBDIVISION SCHEME HAVE STANDING TO MAINTAIN AN ACTION TO ENFORCE RESTRICTIVE COVENANTS?

Palm Point Prop. Owners' Ass'n of Charlotte Cnty., Inc. v. Pisarski, 626 So. 2d 195, 195 (Fla. 1993).

Byers has demonstrated above that even though certain persons back paid six years of filing fees and attempted to usurp the developer's position, the AAI of today is not at all related to the developer of the subdivision, nor is it the assignee of the developer. The proper parties did not seek reinstatement. Since AAI is not the developer nor its assignee, and its own Articles limit its purposes, it does not have the authority to enforce restrictive covenants. It would have no standing as a non-entity to enforce them in court. "[A] non-entity, such as the buyer's land trust here, cannot bring and maintain an action, let alone for specific performance." *Buttner v. Talbot*, 784 So. 2d 538, 540 (Fla. 4th DCA 2001), cause dismissed, 817 So. 2d 845 (Fla. 2002).

Moreover, AAI did not record its governing documents until 2018, while the statutes provided as early as 1995 that, "After October 1, 1995, the [homeowners'] association must be incorporated and the initial governing documents must be recorded in the official records of the county in which the community is located." §617.303(1) Fla. Stat. (1998). *See also* §617.302 Fla. Stat. (1998) defining homeowners' associations. Clearly, AAI did NOT consider itself an HOA until 2018 until long after Byers purchased his property.

Since the current questionable entity known as AAI is not the developer and it is not the assignee of the developer. §720.307 Fla. Stat., it has no power to create or enforce covenants and restrictions as to Byers' property.

In a case nearly directly on point, the Second District determined that an untimely preservation notice cannot “breathe life back into restrictions” that were extinguished by the MRTA. *Lyday v. Myakka Valley Ranches Improvement Ass'n, Inc.*, 279 So. 3d 733, 735 (Fla. 2d DCA 2019). Here the situation varies only in that the organization attempting to reinstate covenants failed to properly preserve itself.

D. Antiquers is a for-profit corporation under Chapter 607, Florida Statutes.

AAI is a for-profit corporation. It is subject to Chapter 607, Florida Statutes, governing for-profit corporations. AAI is a for-profit corporation, while Florida Statute 720, the authority for AAI creating covenants, provides that it applies to **not-for-profit corporations** which “operate residential communities in this state.” This language was not in the original homeowner's association (“HOA”) statutes language because originally HOA's were governed as not-for-profit corporations in Chapter 617. See, §617.302 Fla. Stat. (7)(1998), which provided, “(7) ‘Homeowners' association’ or ‘association’ means a Florida corporation . . .”

AAI has no stated purpose in its Articles of Incorporation to be a homeowners' association. Its acts in creating covenants are ultra vires. See, *Word of Life Ministry, Inc. v. Miller*, 778 So. 2d 360, 364 (Fla. 1st DCA 2001). Section 607.0301 Fla. Stat. provides that “Every corporation incorporated under this chapter has the purpose of engaging in any lawful business **unless a more limited purpose is set forth in the articles of incorporation.**” [Emphasis added]. A more limited purpose is indeed set forth in the Articles of Incorporation of Antiquers Aerodrome, Inc. – real estate development and ownership. It is not a homeowners'

association. This stated purpose has **never** been amended with the Division of Corporations by filing amended articles. Thus, even assuming the validity of its existence, which is not conceded, all of AAI's acts as a homeowners' association are without any foundation in its corporate powers according to its own Articles of Incorporation. "As a homeowner's association and corporation, the Association 'may not act in any way not authorized in its articles of incorporation or bylaws.' *S & T Anchorage, Inc. v. Lewis*, 575 So.2d 696, 698 (Fla. 3d DCA 1991). In the case of competing interpretations of the words used in the articles of incorporation at issue here, any ambiguity is to be construed against the Association as the drafter. *Vargas v. Schweitzer–Ramras*, 878 So.2d 415, 417 (Fla. 3d DCA 2004)." *Webster v. Ocean Reef Cmty. Ass'n, Inc.*, 994 So. 2d 367, 370 (Fla. 3d DCA 2008).

Moreover, clearly, Chapter 720 (and its predecessor in Chapter 617) presumes a developer assigning interest to an HOA. See, §720.307 Fla. Stat. AAI is neither the developer nor the assignee of the developer. Again, it is without legal existence or authority.

As a for-profit entity sustained (again, which is not conceded) under the authority of Chapter 607, it cannot avail itself of the benefit of Chapter 720. Its own documents limit its purposes. It has no power or authority to create or enforce covenants. Its acts are void and constitute an unlawful taking without due process of law in violation of the Florida Constitution.

E. Section 720.407 Florida Statutes is unconstitutional facially and as applied to Byers.

Section 720.405 Florida Statutes provides for an association consisting of a majority of parcel owners to revive a declaration of covenants. Inasmuch as the "association" acted outside its powers and does not even legally exist, its actions in 'reviving' covenants are also void, or no effect, and should not be enforced as to this or any property owner. Second, Byers questions the

very notion that his neighbors can form a committee under Chapter 720, declare covenants, and thereby direct the use of his property when he purchased without any restrictions.

Nonetheless, the statutes gave Byers only one year from the effective date of the revitalization act in 2004 to contest revitalized covenants that were not even in place until 2018:

With respect to any parcel that has ceased to be governed by a previous declaration of covenants as of the effective date of this act, the parcel owner may commence an action within 1 year after the effective date of this act for a judicial determination that the previous declaration did not govern that parcel as of the effective date of this act and that any revival of such declaration as to that parcel would unconstitutionally deprive the parcel owner of rights or property. A revived declaration that is implemented pursuant to this act shall not apply to or affect the rights of the respective parcel owner recognized by any court order or judgment in any such action commenced within 1 year after the effective date of this act, and any such rights so recognized may not be subsequently altered by a revived declaration implemented under this act without the consent of the affected property owner. Ch. 2004-353 Laws of Florida; §720.407 Fla. Stat.

Byers is thereby deprived of his fundamental “right to acquire, possess and protect property.” Art. I, § 2, Fla. Const. The statute has cut off his right to contest the actions of this non-entity called AAI resulting in AAI enjoying enforcement powers for infractions set out in its restrictions. “‘Property rights are among the basic substantive rights expressly protected by the Florida Constitution.’ *Dep’t of Law Enft v. Real Prop.*, 588 So.2d 957, 964 (Fla.1991) (citing Art. I, § 2, Fla. Const.)” *Smith v. Wiker*, 192 So. 3d 603, 604 (Fla. 2d DCA 2016).

When Byers bought his property in 2004, there were no covenants encumbering his property. The putative revived covenants were recorded in 2018, but they deprive the parcel owner no less by being outside this arbitrary statute of limitations of October 1, 2005 set out in Chapter 720.

Further, there is no possible set of circumstances under which this portion of the law can be sustained. *See, Zurla v. City of Daytona Beach*, 876 So.2d 34 (Fla. 5th DCA 2004). The date for contesting revived covenants has passed as of October of 2005, even for new purchasers this

year, purchasing property without covenants. Due process has clearly been denied to anyone in Byers' situation, making this statute unconstitutional facially and as applied. "To succeed on a facial challenge, the challenger must demonstrate that no set of circumstances exists in which the statute can be constitutionally valid." *Patronis v. United Ins. Co. of Am.*, 299 So. 3d 1152, 1156 (Fla. 1st DCA 2020), *reh'g denied* (Aug. 3, 2020), *review granted*, SC20-1306, 2021 WL 1250377 (Fla. Apr. 5, 2021), *and review dismissed*, SC20-1306, 2022 WL 1535442 (Fla. May 16, 2022). There are no circumstances after October 1, 2005 where this statute can be valid. The limitations period set out in the statute is unconstitutional facially and as applied to Byers. Byers should have the benefit of the general statute of limitations under §95.11 Fla. Stat. of no less than 4 years from the date of the enactment of revived covenants to claim they deprive him of property rights.

Plaintiff bargained for the purchase of property free of the restrictions contained in the Original Restrictions with full knowledge they had expired. Revitalizing the Original Restrictions purports to alter the rights of Plaintiff is an ex post facto act, and creates a situation where he is without remedy.

F. Section 712.12 Florida Statutes is unconstitutional facially and as applied to Byers.

Byers maintains that AAI is a non-entity whose acts are void. Assuming that to be so, the AAI association may argue that Chapter 712 also provides for parcel owners to revive covenants that have lapsed. §712.12(2) Fla. Stat. That is not what happened here, so that argument is without merit. It was not "parcel owners" who attempted to revive covenants, but it was AAI, thus again making the action void since the organization is void and would be without standing in any court to enforce them.

However, subsection (3) of that statute again contains an arbitrary deadline of covenants

in effect as of “October 1, 2018.” Because it purports to impose arbitrary deadlines shortening the general statutes of limitations, the above arguments also apply to §712.12 Fla. Stat.

More importantly, subsection (4) creates a conflict by stating:

(4) Revived covenants or restrictions that are implemented pursuant to this section do not apply to or affect the rights of the parcel owner which are recognized by any court order or judgment in any action commenced by October 1, 2019, and any such rights so recognized may not be subsequently altered by revived covenants or restrictions implemented under this section without the consent of the affected parcel owner.

IV. Conclusion

Plaintiff requests this court to determine his rights in accordance with Florida law by bringing this action. Because Antiquers Aerodrome, Inc. has a baseless existence, has never been empowered to act as a homeowners’ association, relied upon statutes which are inapplicable to it in adding restrictive covenants that facially encumber the plaintiff’s property, and relied upon statutes which can never give a remedy to the plaintiff to enjoy his property free of such encumbrances, he seeks the court’s determination whether:

1. Antiquers Aerodrome, Inc. is a valid corporation under Florida law;
2. Its own Articles of Incorporation limit it to real estate development and ownership (as opposed to being a homeowners’ association);
3. The said purported corporation should have been revitalized;
4. Acts by Antiquers Aerodrome, Inc. are valid or void;
5. Its purported acts unconstitutionally have deprived or will deprive him of his rights under Art. I, § 2, Fla. Const;
6. The deadlines set out in §§720.407 and 712.12 Fla. Stat. are unconstitutional facially and/or as applied to Plaintiff in the light of the Florida Constitution.

WHEREFORE, there being no material issue of fact, since plaintiff is entitled to summary judgment as a matter of law, he prays the court will enter judgment and grant such other relief as this court shall deem proper.

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that a true and correct copy of the foregoing was furnished by electronic service on this 4th day of August, 2022, to: Defendant, Antiquers Aerodrome, Inc. via counsel Backer Aboud Poliakoff & Foelster via efile and or electronic mail to mcrosa@bapflaw.com.

Stephen J. Byers
7396 Skyline Drive
Delray Beach, FL 33446
412-401-5025
stevebyers@gmail.com
steve@sennex.com

By: /s/ Stephen J. Byers
Stephen J. Byers, Pro Se

IN THE CIRCUIT COURT OF THE FIFTEENTH JUDICIAL CIRCUIT IN AND
FOR PALM BEACH COUNTY, FLORIDA

STEPHEN BYERS,

CASE NO:50-2019-CA-012472

Plaintiff,

v.

ANTIQUERS AERODROME, INC.,
a Florida corporation,

Defendant.

_____ /

MOTION FOR SUMMARY FINAL JUDGMENT

EXHIBIT 1

3-21851

ANTIQUERS AERODROME, INC.

FILED IN OFFICE OF SECRETARY
OF STATE, STATE OF FLORIDA,
by ... on Oct. 14, 1967

TOM ADAMS
SECRETARY OF STATE

corp-1

LAW OFFICES OF
WECK, HARPER, STONE & McALILEY
 COMPANY, INC. PROFESSIONAL BUILDING
 2551 EAST ATLANTIC BOULEVARD
 POMPANNO BEACH, FLORIDA 33062

October 3, 1967

JAMES A. WECK
 ROBERT H. HARPER
 GARY J. STONE
 STEPHEN D. McALILEY

TELEPHONE 842-0810
 AREA CODE 305

Secretary of State
 State of Florida Corporations Division
 Tallahassee, Florida 32304

Re: ANTIQUERS AERODROME, INC.

Dear Sir:

Enclosed are the original and duplicate copy of the Articles of Incorporation of this proposed corporation.

The duplicate copy has been subscribed and acknowledged by the subscribers in the same manner as the original. Kindly endorse your approval of the Articles of Incorporation on the on the duplicate copy, certify it, and return it to the undersigned.

A check is also enclosed in the amount of \$19.00 to cover the \$5.00 filing fee, the \$3.00 fee for the certified copy of the Certificate of Incorporation, the \$10.00 filing tax, and \$1.00 resident agent's fee.

Yours very truly,
 WECK, HARPER, STONE & McALILEY

FILED
 OCT 11 3 54 PM '67
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

BJS:mp
 Enclosures

Out of file
DA

Stone
 OCT-6-67 2 57100 *****1.00
 OCT-6-67 2 57200 *****10.00
 OCT-6-67 2 57300 *****2.00
 OCT-6-67 2 57400 *****1.00

C. TAX	4.00
FILING	10.00
RESIDENT FEE	3.00
C. COPY	2.00
TOTAL	19.00
N. BANK	19.00
BALANCE DUE	0.00
REFUND	



TOM ADAMS
SECRETARY OF STATE

Secretary of State

STATE OF FLORIDA
THE CAPITOL
TALLAHASSEE

32301

October 17, 1967

In reply refer to
corp-aap

Messrs. Heck, Harper, Stone and McAlley
Attorneys At Law
2641 East Atlantic Boulevard
Pompano Beach, Florida

Attention: Harry J. Stone, Esquire

Gentlemen:

This acknowledges receipt of the articles of
incorporation of Antiquers Aerodrome, Inc.

and check(s) for \$19. The corporation(s) has been
filed in this office on October 11, 1967.

Enclosed you will find a certified copy, resident
agent form and statement No. 29756 for \$16

Sincerely,

TOM ADAMS
Secretary of State

By
ROY D. Allen
Acting Director
Corporations Division

RLA/sp

Enclosures

corp
29756

CERTIFICATE OF INCORPORATION

OF

ANTIQUERS AERODROME, INC.

We, the undersigned subscribers to this certificate of incorporation, each a natural person competent to make contracts, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation shall be:

ANTIQUERS AERODROME, INC.

ARTICLE II - GENERAL NATURE OF BUSINESS

The general nature of the business and the objects and purposes proposed to be transacted and carried on by the corporation is:

A. To buy, sell, build, develop and construct, real estate and buildings, to engage in the building and construction; to engage in the purchase, development and sale of, or to otherwise acquire, have, own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, trade in, deal in, and with goods, wares, merchandise, real, personal property and services of every class, kind and description, and to engage in the construction business, building, maintaining, adding to, and participating in all phases of construction of every kind, type and nature, and to engage in the purchase, sale of, real estate, to buy and sell mortgages, and any other type of financial obligations, and to conduct business in one or more offices.

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TALLAHASSEE, FLORIDA

B. To conduct business in and have one or more offices in the State of Florida and all other states and countries; and generally to make and perform contracts of every kind and description for the purpose of accomplishing any of the objects and purposes, or for the purpose of exercising any of the powers of this corporation; to do and perform any other act or thing and to exercise any and all powers which natural persons could do or exercise, and which are now or which may hereafter be authorized by law; and generally, to do and perform any and all things necessary or incident to the performance of any of the powers specifically enumerated herein.

C. To acquire by purchase, lease, or otherwise, lands and interests in lands, and to own, hold, improve, develop, and manage any real estate so acquired, and to erect, or cause to be erected, on any lands owned, held, or accepted by the corporation, buildings or other structures, public or private, with their appurtenances, and to manage, operate, lease, rent, rebuild, enlarge, alter, or improve any buildings or other structures, now or hereafter erected on any lands so owned, held, or occupied, and to encumber or dispose of any lands, or interests in lands, and any buildings or other structures, at any time owned or held by the corporation; to buy, sell, mortgage, exchange, lease, hold for investment or otherwise, use and operate, real estate of all kinds, improved or unimproved, and any right or interest therein.

D. To purchase the corporate assets of any other corporation and engage in the same or other character of business.

E. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences

of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

F. To carry on any or all of its operations and businesses and to promote its objects within the State of Florida, or elsewhere, without restriction as to place or amount; and to have, use, exercise and enjoy all of the general powers of like corporations.

The intention is that none of the objects and powers as hereinabove set forth, except where otherwise specified in this Article, shall be in anywise limited or restricted by reference to or interference from the terms of any other objects, powers or clauses of this Article or any other Articles; but that the objects and powers specified in each of the clauses in this Article shall be regarded as independent objects and powers.

ARTICLE III - AUTHORIZED STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is fifty (50) shares of common stock without nominal or par value. The consideration to be paid for each share shall be fixed by the Board of Directors, and authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV - REQUIRED CAPITAL

The amount of the capital with which this corporation shall begin business is Five Hundred Dollars (\$500.00).

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE VI - DOMICILE

The initial post office address of the principal office of this corporation is: 1440 N. Federal Highway, Pompano Beach, Broward County, Florida. The Board of Directors may from time to time designate such other post office address and place for the principal office within the State of Florida of this corporation as it may see fit.

ARTICLE VII - NUMBER OF DIRECTORS

The number of directors of this corporation shall be as provided in the By-Laws, but shall not be less than three (3) in number nor more than seven (7); and shall be three (3) in number until otherwise fixed or changed by the By-Laws.

ARTICLE VIII - FIRST BOARD OF DIRECTORS

The names and post office addresses of the first Board of Directors who, subject to the provisions of the Articles of Incorporation, the By-Laws of this corporation and the laws of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
JAMES A. WECK	2660 N. E. 27th Avenue Lighthouse Point, Florida
BARRY J. STONE	1317 S. E. 2nd Street Pompano Beach, Florida
CECILIA DUNLAVEY	505 N. E. 23rd Street Wilton Manors, Florida

ARTICLE IX

The name and post office address of each subscriber of these articles of incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
JAMES A. WECK	2660 N. E. 27th Avenue Lighthouse Point, Florida

BARRY J. STONE

1317 S. E. 2nd Street
Pompano Beach, Florida

CECILIA DUNLAVEY

505 N. E. 23rd Street
Wilton Manors, Florida

ARTICLE X


These Articles of Incorporation shall be effective immediately.

ARTICLE XI

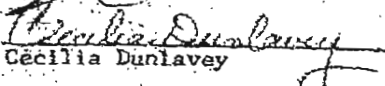
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by at least a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, we, the undersigned, being each of the original subscribers to the capital stock hereinbefore named, have hereunto set our hands and seals, this 4th day of Oct, 1967 for the purpose of forming this corporation to do business both within and without the State of Florida, and in pursuance of the Corporation Law of the State of Florida, do make and file in the office of the Secretary of State of the State of Florida these Articles of Incorporation, and certify that the facts herein stated are true.


James A. Weck


Barry J. Stone


Cecilia Dunlavey

No. 374554

NAME

FILED IN THE OFFICE OF
SECRETARY OF STATE
OF FLORIDA

FEB 22 1968
TOM ADAMS
SECRETARY OF STATE

BY

COOP-23

STATE OF FLORIDA
OFFICE
SECRETARY OF STATE

FILED
FEB 22 11 27 AM
TALLAHASSEE, FLORIDA

Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May Be Served and Names and Addresses of the Officers and Directors.

In pursuance of Chapter 47-34, Florida Statutes, the following is submitted, in compliance with said Act:

First That ANTIQUERS AERODROME, INC.

A corporation duly organized and existing under the laws of the State of Florida

with its principal office at City of Pompano Beach

County of Broward State of Florida

has named JOHN MICKEL

located at 1440 N. Federal Highway

(Street address and number of building, P. O. Box address not acceptable)

City of Pompano Beach County of Broward

State of Florida, as its agent to accept service of process within this state

OFFICERS: AFFIX TITLES:
NAME

SPECIFIC ADDRESS

President JOHN MICKEL

1440 N. Federal Highway

Vice President EUGENE REDFEARN

Pompano Beach, Florida

Secretary/Treas. JAMES A. MONTGOMERY

3025 S. Old Dixie

Deira, Beach, Florida

6595 N. W. 16th St.

Hollywood, Florida

DIRECTORS: (THREE (3) required by law)
NAME

SPECIFIC ADDRESS

SAME AS ABOVE

SAME AS ABOVE

By John Mickel
John Mickel (Corporate Officer)

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By John Mickel
John Mickel (Resident Agent)

It is necessary to file this certificate within thirty days after filing of certificate of incorporation, or to Domestic Corporations and within thirty days after business of being in foreign corporation, and thereafter only when corporation has changed its place of business to

Fee Paid, No additional fee needed.

IN THE CIRCUIT COURT OF THE FIFTEENTH JUDICIAL CIRCUIT IN AND
FOR PALM BEACH COUNTY, FLORIDA

STEPHEN BYERS,

CASE NO:50-2019-CA-012472

Plaintiff,

v.

ANTIQUERS AERODROME, INC.,
a Florida corporation,

Defendant.

_____ /

MOTION FOR SUMMARY FINAL JUDGMENT

EXHIBIT 2

LAW OFFICES OF
WECK, STONE & MCALILEY
2641 EAST ATLANTIC BOULEVARD
POMPANO BEACH, FLORIDA 33062

JAMES A. WECK
BARRY J. STONE
STEPHEN G. MCALILEY

April 5, 1968

TELEPHONE: 842-0810
AREA CODE: 305

FILED
APR 16 4 22 PM '68
TALLAHASSEE, FLORIDA

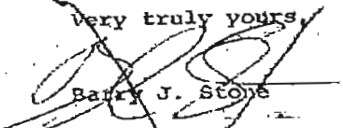
Office of the Secretary of State
Tallahassee, Florida 32304

Gentlemen:

Enclosed herewith is Certificate of Amendment of the charter of ANTIQUERS AERODROME changing the capital stock from 50 shares of no par common to 74 shares.

Also enclosed is our check for \$17.50 for payment of the additional capital stock and filing fees. We would like one certified copy of the amendment.

Very truly yours,


Barry J. Stone

BJS:np

Enc. 2

C. TAX	4.50
FILING	10.00
R. AGENT FEE	
C. COPY	3.00
TOTAL	17.50
N. BANK	17.50
BALANCE DUE	2.76
REFUND	

Done
BT-720

APR 16 1968
131 5 *****
131 7 *****
131 9 *****
131 1 *****





TOM ADAMS
SECRETARY OF STATE

Secretary of State

STATE OF FLORIDA
THE CAPITOL
TALLAHASSEE
32304

April 17, 1968

Barry J. Stone, Esquire
Attorney at Law
2641 East Atlantic Boulevard
Pompano Beach, Florida 33062

Dear Mr. Stone:

This acknowledges receipt of the amendment to the
charter of Antiquers Aerodrome, Inc.

and check for \$ 17.50 This amendment has been filed
in this office on April 16, 1968.

Enclosed you will find certified copy and invoice
No. 35032 for \$2.70.

Sincerely,

TOM ADAMS
Secretary of State

By
Roy L. Allen
Director
Corporations Division

RLA/
sa
Enclosure

corp-3
1-12-68

CERTIFICATE OF AMENDMENT OF CERTIFICATE OF INCORPORATION

OF

ANTIQUERS AERODROME, INC.

Pursuant to Florida Statute 608.18.

WE, the undersigned, being all of the Directors and

all of the Stockholders of ANTIQUERS AERODROME, INC., execute this written statement manifesting our intention that the Certificate of Incorporation of the ANTIQUERS AERODROME, INC. be amended as herein set forth, hereby certify:

1. The name of the corporation is ANTIQUERS AERODROME, INC.
2. The Certificate of Incorporation of said corporation was filed in the office of the Secretary of State of Florida on the 11th day of October, 1967.
3. The Certificate of Incorporation of said corporation is hereby amended to effect one or more of the changes authorized by Florida Statute 608.18, to-wit, to increase the number of authorized shares of stock of the corporation from 50 shares to 74 shares.
4. Article III of the Certificate of Incorporation of this corporation, which now reads as follows:

"The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is fifty (50) shares of common stock without nominal or par value. The consideration to be paid for each share shall be fixed by the Board of Directors, and authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting."

is amended to read as follows:

"The maximum number of shares of stock this this corporation is authorized to have outstanding at any time is seventy-four (74) shares of common

FILED
APR 16 4 22 PM '68
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

stock without nominal or par value. The consideration to be paid for each share shall be fixed by the Board of Directors, and authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting."

IN WITNESS WHEREOF, we have made and subscribed this certificate this 1st day of April, A.D. 1968.

John C. Mickel
John C. Mickel, Director & Stockholder

James D. Montgomery
James Montgomery, Director & Stockholder

Jay E. Redfean
Jay E. Redfean, Director & Stockholder

BEFORE ME, the undersigned authority, personally appeared JOHN C. MICKEL, JAMES MONTGOMERY and JAY E. REDFEAN, to me well known and known to me to be the persons described in and who executed the foregoing instrument, who depose and say that they are all of the Directors and Stockholders of ANTIQUERS AERODROME, INC., and they acknowledged to and before me that they executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this 1st day of April A.D., 1968.

W. J. S. E.
Notary Public

IN THE CIRCUIT COURT OF THE FIFTEENTH JUDICIAL CIRCUIT IN AND
FOR PALM BEACH COUNTY, FLORIDA

STEPHEN BYERS,

CASE NO:50-2019-CA-012472

Plaintiff,

v.

ANTIQUERS AERODROME, INC.,
a Florida corporation,

Defendant.

_____ /

MOTION FOR SUMMARY FINAL JUDGMENT

EXHIBIT 3

Corporation Report and Tax Return for Foreign and Domestic Corporations

State of Florida
DEPARTMENT OF REVENUE
Tallahassee, Florida

Refer to This Number
in All Correspondence
C-321654

This return is due
on July 1.
Reinstatement
Required-1971

Antiquers Aerodrome, Inc.

49-71

1970

48-14-72 409605 J# 1 218545-UK- 4556

1. ANTIQUERS AERODROME, INC. (Give exact name of corporation.)

2. Ownership of R. E. (General nature of business)

3. Rt. #1, Box 323, Skyline Drive, Delray Beach, Beach County, Florida (Office or other principal place of business)

4. Joseph L. Burque-President, Delray Beach, Florida (Office Name)

5. R. J. Wood-Vice President, Delray Beach, Florida (Office Name)

6. Isabel Wood-Secretary/Treasurer, Delray Beach, Florida (Office Name)

7. Weldon Robb Rt. #1, Box 323, Skyline Drive, Delray Beach, Florida 33444 (Director - Name, Title, Address)

8. John Byrd Same as Above (Director - Name, Title, Address)

9. Joseph L. Burque Same as Above (Director - Name, Title, Address)

10. J. K. L. Wood Same as Above (Director - Name, Title, Address)

11. Isabel Wood Same as Above (Director - Name, Title, Address)

12. Isabel Wood Same as Above (Director - Name, Title, Address)

13. Last meeting of Directors 3/9/72 (Month, Day, Year)

14. Corporation Active? Yes (Yes or No)

15. If inactive, will corporation begin business in the future? Yes (Yes or No)

16. Date incorporated 10/17/67 (Month, Day, Year)

17. Date Qualified in Fla. (Month, Day, Year)

<p>13. Total Authorized Capital Stock:</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%;">74</td> <td style="width: 50%;">\$ - 0 -</td> </tr> <tr> <td> </td> <td> </td> </tr> <tr> <td> </td> <td> </td> </tr> <tr> <td> </td> <td> </td> </tr> </table>	74	\$ - 0 -							<p>14. Outstanding Capital Stock: (Issued)</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%;">(a) 74</td> <td style="width: 50%;">\$ - 0 -</td> </tr> <tr> <td>(b) </td> <td> </td> </tr> <tr> <td>(c) </td> <td> </td> </tr> <tr> <td>(d) Total (a) + (b) + (c)</td> <td>\$ - 0 -</td> </tr> </table>	(a) 74	\$ - 0 -	(b)		(c)		(d) Total (a) + (b) + (c)	\$ - 0 -
74	\$ - 0 -																
(a) 74	\$ - 0 -																
(b)																	
(c)																	
(d) Total (a) + (b) + (c)	\$ - 0 -																

15. Amount of Tax Due \$ 20.00

16. Less Credit \$

17. Penalty and Interest (see instructions) \$ 48.00

18. Amount of tax remitted with this return \$ 68.00

19. If foreign corporation, give amount of capital employed in Florida \$

20. If foreign corporation, give the number of State in which you do business

21. We, the undersigned, certify the above statement of facts to be true and correct as shown by our books.

Joseph L. Burque
 By President or Vice-President

Attest: Isabel Wood
 Secretary

STATE OF FLORIDA
 COUNTY OF PALM BEACH

Personally appeared before me JOSEPH L. BURQUE and ISABEL WOOD who deposes and says that he executed this certificate for and in behalf of said corporation and that the statement herein contained is true and correct to the best of his knowledge and belief.

Subscribed and sworn to before me this 19th day of August 1972.

(Notary Seal) Notary Public, State of Florida, expires 1976

Send Original (with Remittance) TO THE DEPARTMENT OF REVENUE, TALLAHASSEE, FLORIDA
 Send First Copy to The Department of State, Tallahassee, Florida

ORIGINAL

(SEE INSTRUCTIONS ON BACK OF LAST COPY)

IN THE CIRCUIT COURT OF THE FIFTEENTH JUDICIAL CIRCUIT IN AND
FOR PALM BEACH COUNTY, FLORIDA

STEPHEN BYERS,

CASE NO:50-2019-CA-012472

Plaintiff,

v.

ANTIQUERS AERODROME, INC.,
a Florida corporation,

Defendant.

_____ /

MOTION FOR SUMMARY FINAL JUDGMENT

EXHIBIT 4

Corp-48

No. 3- 21854

©

ANTIQUERS AERODROME, INC.

Capital Stock, \$ 50 shs npv

Principal Office POMPANO BEACH

Filed 10/11/ 67

Filed By

- (A) R.A. Filed; 2/22/68
- (B) Amend Art III inc cap to 74 shs com npv. Filed 4/16/68
- (C) Dissolved for nonpayment of taxes June 28, 1971
- (D) REINSTATED July 5, 1972

DISSOLVED BY PROCLAMATION
10-21-74

N.M. RT

B-697

IN THE CIRCUIT COURT OF THE FIFTEENTH JUDICIAL CIRCUIT IN AND
FOR PALM BEACH COUNTY, FLORIDA

STEPHEN BYERS,

CASE NO:50-2019-CA-012472

Plaintiff,

v.

ANTIQUERS AERODROME, INC.,
a Florida corporation,

Defendant.

_____ /

MOTION FOR SUMMARY FINAL JUDGMENT

EXHIBIT 5

FILED

JAN 21 9 55 AM '80

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LETTER & CUS Sent

CA

1-22-80

REINSTATEMENT
FILED 1-22-80

INVOLUNTARILY
DISSOLVED 10-2-74

Antique's Aerodrome, Inc

Registered Agent

REINSTATEMENT 1/5

CUS 5

72 Privilege Tax

73 Annual Report 10

74 Annual Report 10

75 Annual Report 10

76 Annual Report 10

77 Annual Report 10

78 Annual Report 10

79 Annual Report 10

80 Annual Report 10

TOTAL

Bal Due

Refund


103

DMC
1-22-80

32/854

A-1569

ONE DATE ON OR AFTER JANUARY 1 AND ON OR BEFORE JULY 1 OF EACH YEAR

CORPORATION ANNUAL REPORT 	FLORIDA DEPARTMENT OF STATE George Firestone Secretary of State DIVISION OF CORPORATIONS	DO NOT WRITE IN THIS SPACE FILED JAN 21 9 55 AM '80 SECRETARY OF STATE TALLAHASSEE, FLORIDA
	THIS REPORT MUST BE ACCOMPANIED BY A \$10 FEE	

READ NOTICE AND INSTRUCTIONS ON OTHER SIDE BEFORE MAKING ENTRIES
 PLEASE STAPLE CHECK TO ANNUAL REPORT

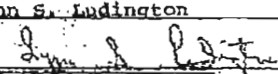
1. Name and Address of Corporation Principal Office 321854 Antiquers Aerodrome Inc. 6556 Skyline Drive Delray Beach, Fla. 33446	2. Exact Change of Address of Corporation Principal Office, P.O. Box Number (None is NOT sufficient) Street Address P.O. Box No. City State Zip Code
---	---

3. Date Incorporated or Qualified To Do Business in Florida Oct. 11, 1967	4. Federal Employer Identification Number (FEIN) n/a	5. Term of Last Report ---
--	---	-------------------------------

Names of Officers and Directors	Title	Street Address of Each Officer and Director (Do NOT Use Post Office Box Number)	City and State
Lynn S. Ludington	Pres	5556 Skyline Dr.	Delray Beach, Fla. 33446
Mahlon Weir	V.P.	6889 Skyline Dr.	" " " "
Charles Clute	Treas.	7168 " "	" " " "
George Powell	Sec.	6946 " "	" " " "
John C. Michel	Dir.	6600 " "	" " " "
Paul Array	Dir.	6888 " "	" " " "
Maynard Abrams	Dir.	2021 Tyler St.	Hollywood, Fla. 33020

7. Registered Agent Information Name MAYNARD ABRAMS Street Address (Do NOT Use P.O. Box Number) 2021 Tyler St. City, State and Zip Code Hollywood, Fla. 33020	OMC 1-27-80 To change the Registered Agent and/or Registered Office a separate statement signed by the new Registered Agent and executed by the President or Vice President of the corporation must be filed with a fee of \$3.
---	--

See signature restrictions under instructions on reverse side of this form.
 I Certify That I Am An Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607 F.S. I further Certify That My Signature On This Report Shall Have the Same Legal Effects As If Made Under Oath.

Typed Name of Signing Officer Lynn S. Ludington	Title President	Telephone Number 305 499 2711
Signature 	Date Jan. 1980	

DO NOT WRITE IN THIS SPACE

A-1569

IN THE CIRCUIT COURT OF THE FIFTEENTH JUDICIAL CIRCUIT IN AND
FOR PALM BEACH COUNTY, FLORIDA

STEPHEN BYERS,

CASE NO:50-2019-CA-012472

Plaintiff,

v.

ANTIQUERS AERODROME, INC.,
a Florida corporation,

Defendant.

_____ /

MOTION FOR SUMMARY FINAL JUDGMENT

EXHIBIT 6

This is a copy of the original instrument.

PREPARED BY:

This instrument was prepared by:

F. S. W. DUFFIE
FLORIDA POWER & LIGHT COMPANY
BOX 2405, DELRAY BEACH, FLORIDA

'74 AUG 6 PM 2:10
EASEMENT

DATE July - 5 1974

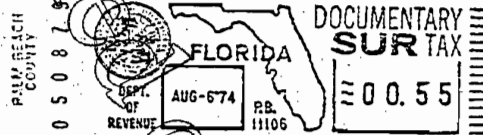
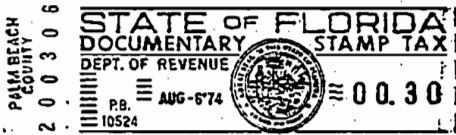
SEC 15 & 16 TWP 46S RGE 42E

81648

In consideration of the payment to me/us by Florida Power & Light Company of \$1.00 and other good and valuable consideration which I/we have received, I/we and those holding through me/us, grant and give to Florida Power & Light Company and its successors and assigns an easement for the construction, operation and maintenance of electric utility facilities (including wires, poles, guys, cables, conduits, transformer enclosures and appurtenant equipment) to be installed from time to time; with the right to reconstruct, improve, add to, change the size of or remove such facilities or any of them; to permit the attachment of conduits, wires or cables of any other Company or person; also, to cut, trim and keep clear all trees, brush and undergrowth or other obstructions that might endanger or interfere with said facilities, on, over, upon, under, and across my/our property described as follows;

500
100
50

The West 12 feet of the East 60 feet of the Northwest quarter of the Northwest quarter and the Northeast quarter of the Northwest quarter of Section 15, Township 46 South, Range 42 East, and the South half of the Northwest quarter of the Northeast quarter and the South half of the Northeast quarter of the Northeast quarter in Section 16, Township 46 South, Range 42 East, said land lying and being situate in Palm Beach County, Florida.



In the presence of:

Richard J. Kelly
Richard J. Kelly
(Corporate Seal)

ANTIQUE'S AERODROME INC.
BY Theodore C. Voorhees PRESIDENT
ATTEST William J. Lumley SECRETARY

STATE OF FLORIDA AND COUNTY OF Palm Beach

I HEREBY CERTIFY that before me, personally appeared Theodore C. Voorhees & William J. Lumley respectively, _____ President and _____ Secretary of Antique's Aerodrome, Inc.

a Corporation organized under the Laws of the State of Florida, to me known to be the persons described in and who executed the foregoing instrument, and severally acknowledged the execution thereof to be their free act and deed as such officers, for the uses and purposes therein mentioned; and that they affixed thereto the official seal of said corporation and that said instrument is the act and deed of said corporation.

WITNESS my hand and official seal in said County and State this 5th day of July 1974

Notary Public, State of Florida at Large
My Commission Expires Sept. 20, 1977
My Commission expires: _____ 19____

Notary Public, State of Florida at Large
Palm Beach County, Fla.
John B. Dunkle
Notary Seal

R20-643-7-410
RWO/SHTWO 5132 ER 1-410 STRUCT. NO.

REC'D RECORDED PAGE 1840

IN THE CIRCUIT COURT OF THE FIFTEENTH JUDICIAL CIRCUIT IN AND
FOR PALM BEACH COUNTY, FLORIDA

STEPHEN BYERS,

CASE NO:50-2019-CA-012472

Plaintiff,

v.

ANTIQUERS AERODROME, INC.,
a Florida corporation,

Defendant.

_____ /

MOTION FOR SUMMARY FINAL JUDGMENT

EXHIBIT 7

3. At such meeting, a vote of the shareholders entitled to vote thereat shall be taken on a resolution to revoke the voluntary dissolution proceedings, which shall require for its adoption the affirmative vote of the holders of a majority of the shares entitled to vote thereon.

(2) Upon the revocation of voluntary dissolution proceedings, whether by consent of shareholders or by act of the corporation, the corporation may again carry on its business.

History.—s. 87, ch. 75-250; s. 12, ch. 76-209.

607.267 Articles of dissolution; execution; content; delivery and filing.—

(1) If voluntary dissolution proceedings have not been revoked, then, when all liabilities and obligations of the corporation have been paid or discharged, or adequate provision has been made therefor, and all of the remaining property and assets of the corporation have been distributed to its shareholders according to their respective rights and interests, articles of dissolution shall be executed by the corporation by its president or a vice president and by its secretary or an assistant secretary, and acknowledged by one of the officers signing such statement, which statement shall set forth:

- (a) The name of the corporation.
- (b) The names and respective addresses of its officers.
- (c) The names and respective addresses of its directors.
- (d) That all debts, obligations, and liabilities of the corporation have been paid or discharged or that adequate provision has been made therefor.
- (e) That all the remaining property and assets of the corporation have been distributed among its shareholders in accordance with their respective rights and interests or that no property remained for distribution to shareholders after applying it to the payment of the liabilities and obligations of the corporation.
- (f) That there are no actions pending against the corporation in any court or that adequate provision has been made for the satisfaction of any judgment, order, or decree which may be entered against it in any pending action.
- (g) If the corporation elected to dissolve by written consent of all shareholders, a copy, which need not be an executed copy, of the written consent to dissolve and a statement that such written consent has been signed by all shareholders of the corporation or signed in their names by their attorneys thereunto duly authorized.

(h) If the corporation elected to dissolve by act of the corporation, a copy of the resolution to dissolve, a statement that such resolution was adopted by the shareholders of the corporation, and the date of the adoption thereof.

(2) Articles of dissolution shall be delivered to the Department of State. If the Department of State finds that such articles of dissolution conform to law, it shall, when all fees and taxes have been paid as prescribed in this chapter, file the articles of dissolution in accordance with this chapter.

(3) Upon the filing of the articles of dissolution by the Department of State, the existence of the corporation shall cease, except for the purpose of suits,

other proceedings, and appropriate corporate action by shareholders, directors, and officers as provided in this chapter.

History.—ss. 88, 89, ch. 75-250; s. 13, ch. 76-209.

607.271 Involuntary dissolution.—

(1) A corporation may be dissolved involuntarily by a decree of the circuit court for the county in which the registered office of the corporation is situated in an action filed by the Department of Legal Affairs when it is established that:

(a) The corporation procured its articles of incorporation through fraud.

(b) The corporation has exceeded the authority conferred upon it by law; violated any provision of law whereby it has forfeited its charter; carried on, conducted, or transacted its business in a persistently fraudulent or illegal manner; or has, by the abuse of its powers contrary to the public policy of the state, become liable to be dissolved.

(2) A corporation may be dissolved involuntarily by order of the Department of State when the Department of State has determined that:

(a) The corporation has failed to file its annual report or pay the annual report filing fee within the time required by this chapter.

(b) The corporation has failed for 30 days to appoint and maintain a registered agent in this state.

(c) The corporation has failed for 30 days after change of its registered office or registered agent to file in the office of the Department of State a statement of such change.

(3) No corporation shall be involuntarily dissolved under subsection (2) unless the Department of State gives the corporation not less than 90 days' notice of the proposed dissolution, stating the reasons therefor, addressed to its registered office or to its principal place of business and the corporation has failed prior to such involuntary dissolution to correct the reasons for the proposed involuntary dissolution.

(4) If the Department of State shall involuntarily dissolve any corporation under the provisions of subsection (2), it shall issue a certificate to such effect and mail the certificate to the corporation at its registered office or its principal place of business. Upon the issuance of such certificate of involuntary dissolution, the existence of the corporation shall cease, except as otherwise provided by law.

(5) Any corporation dissolved by the Department of State under the provisions of subsection (2) or prior law may be reinstated by the Department of State at any time upon approval of an application for reinstatement signed by an officer or director of the dissolved corporation. Such application shall be filed by the Department of State whenever it is established to its satisfaction that in fact there was no cause for the dissolution or that the reasons for the dissolution have been corrected and all fees, computed at the rate provided by law at the time the corporation applies for reinstatement, have been paid. If the name of the dissolved corporation has been lawfully assumed in this state by another corporation, the Department of State shall require the dissolved corporation to amend its articles of incorporation to change its name before accepting its application for reinstatement. Whenever the application for rein-

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STEPHEN BYERS,

CASE NO:50-2019-CA-012472

Plaintiff,

v.

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a Florida corporation,

Defendant.

_____ /

MOTION FOR SUMMARY FINAL JUDGMENT

EXHIBIT 8

the corporation for all shares of the corporation without par value that have been issued, except such part of the consideration therefor as may have been allocated to capital surplus in a manner permitted by law; and

3. Such amounts, not included in subparagraphs 1. and 2., as have been transferred to stated capital of the corporation, whether upon the issue of shares as a share dividend or otherwise,

minus all reductions from such sum as have been effected in a manner permitted by law.

(b) Irrespective of the manner of designation thereof by the laws under which a foreign corporation is organized, the stated capital of a foreign corporation shall be determined on the same basis and in the same manner as the stated capital of a domestic corporation, for the purpose of computing taxes on qualification and other charges imposed by this act.

(11) "Surplus" means the excess of the net assets of a corporation over its stated capital.

(12) "Earned surplus" means the portion of the surplus of a corporation that is equal to the balance of its net profits, income, gains, and losses from the date of incorporation, or from the latest date on which a deficit in earned surplus was eliminated by an application of its capital surplus or stated capital or otherwise, after deducting subsequent distributions to shareholders and transfers to stated capital and capital surplus to the extent that such distributions and transfers are made out of earned surplus. "Earned surplus" shall include also any portion of surplus allocated to earned surplus in mergers, consolidations, or acquisitions of all or substantially all of the outstanding shares or of the property and assets of another corporation, domestic or foreign.

(13) "Capital surplus" means the entire surplus of a corporation other than its earned surplus.

(14) "Insolvent" means the inability of a corporation to pay its debts as they become due in the usual course of its business.

History.—s. 2, ch. 75-250.

607.007 Purposes and application.—Corporations may be organized under this chapter for any lawful purpose or purposes, and the provisions of this chapter extend to all corporations, whether for profit or not for profit, or whether chartered by special acts or general laws, except that special statutes for the regulation and control of types of business and corporations shall control when in conflict herewith.

History.—s. 3, ch. 75-250.

607.011 General powers.—

(1) Each corporation shall have power:

(a) To have perpetual succession by its corporate name unless a limited period of duration is stated in its articles of incorporation.

(b) To sue and be sued, complain, and defend in its corporate name in all actions or proceedings.

(2) Unless otherwise provided by its articles of incorporation, each corporation shall have power:

(a) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in

any other manner reproduced.

(b) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.

(c) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.

(d) To lend money to, and use its credit to assist, its officers and employees in accordance with s. 607.141.

(e) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.

(f) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.

(g) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

(h) To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state.

(i) To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

(j) To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration and regulation of the affairs of the corporation.

(k) To make donations for the public welfare or for charitable, scientific, or educational purposes.

(l) To transact any lawful business which the board of directors shall find will be in aid of governmental policy.

(m) To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries.

(n) To be a promoter, incorporator, general partner, limited partner, member, associate, or manager of any corporation, partnership, limited partnership, joint venture, trust, or other enterprise.

(o) To have and exercise all powers necessary or convenient to effect its purposes.

History.—s. 4, ch. 75-250; s. 2, ch. 76-209.

Note.—Former s. 608.13.

607.014 Indemnification of officers, directors, employees, and agents.—

(1) A corporation shall have power to indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending, or com-

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a Florida corporation,

Defendant.

_____ /

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EXHIBIT 9



[Department of State](#) / [Division of Corporations](#) / [Search Records](#) / [Search by Entity Name](#) /

Detail by Entity Name

Florida Profit Corporation
ANTIQUERS AERODROME INC

Filing Information

Document Number	321854
FEI/EIN Number	59-2478945
Date Filed	10/11/1967
State	FL
Status	ACTIVE

Principal Address

6530 SKYLINE DR
DELRAY BEACH, FL 33446

Changed: 02/10/1994

Mailing Address

6530 SKYLINE DR
DELRAY BEACH, FL 33446

Changed: 02/10/1994

Registered Agent Name & Address

Poliakoff, Ryan D., Esq.
Backer Aboud Poliakoff & Foelster, LLP
400 S. Dixie Highway
Suite 420
BOCA RATON, FL 33432

Name Changed: 10/28/2015

Address Changed: 10/28/2015

Officer/Director Detail

Name & Address

Title President

Downs, Michael
6969 Skyline Drive
Delray Beach, FL 33446

Title Treasurer

Marsal, Joseph
6530 SKYLINE DR
DELRAY BEACH, FL 33446

Title Secretary

Ferreira, Luiz
6530 SKYLINE DR
DELRAY BEACH, FL 33446

Annual Reports

Report Year	Filed Date
2020	05/19/2020
2021	04/26/2021
2022	04/25/2022

Document Images

04/25/2022 -- ANNUAL REPORT	View image in PDF format
04/26/2021 -- ANNUAL REPORT	View image in PDF format
05/19/2020 -- ANNUAL REPORT	View image in PDF format
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09/02/2015 -- AMENDED ANNUAL REPORT	View image in PDF format
03/16/2015 -- Reg. Agent Change	View image in PDF format
02/26/2015 -- ANNUAL REPORT	View image in PDF format
01/14/2014 -- ANNUAL REPORT	View image in PDF format
03/01/2013 -- ANNUAL REPORT	View image in PDF format
02/19/2012 -- ANNUAL REPORT	View image in PDF format
02/01/2011 -- ANNUAL REPORT	View image in PDF format
01/22/2010 -- ANNUAL REPORT	View image in PDF format
01/08/2009 -- ANNUAL REPORT	View image in PDF format
06/10/2008 -- ANNUAL REPORT	View image in PDF format
01/16/2007 -- ANNUAL REPORT	View image in PDF format
03/15/2006 -- ANNUAL REPORT	View image in PDF format
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01/26/2001 -- ANNUAL REPORT	View image in PDF format
06/08/2000 -- ANNUAL REPORT	View image in PDF format
02/23/1999 -- ANNUAL REPORT	View image in PDF format

03/13/1998 -- ANNUAL REPORT	View image in PDF format
01/29/1997 -- ANNUAL REPORT	View image in PDF format
04/25/1996 -- ANNUAL REPORT	View image in PDF format
01/24/1995 -- ANNUAL REPORT	View image in PDF format
10/11/1967 -- Filings Prior to 1995	View image in PDF format

Florida Department of State, Division of Corporations

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STEPHEN BYERS,

CASE NO:50-2019-CA-012472

Plaintiff,

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ANTIQUERS AERODROME, INC.,
a Florida corporation,

Defendant.

_____ /

MOTION FOR SUMMARY FINAL JUDGMENT

EXHIBIT 10

2022 FLORIDA PROFIT CORPORATION ANNUAL REPORT

DOCUMENT# 321854

Entity Name: ANTIQUERS AERODROME INC

Current Principal Place of Business:

6530 SKYLINE DR
DELRAY BEACH, FL 33446

Current Mailing Address:

6530 SKYLINE DR
DELRAY BEACH, FL 33446 US

FEI Number: 59-2478945

Certificate of Status Desired: No

Name and Address of Current Registered Agent:

POLIAKOFF, RYAN D. ESQ.
BACKER ABOUD POLIAKOFF & FOELSTER, LLP
400 S. DIXIE HIGHWAY SUITE 420
BOCA RATON, FL 33432 US

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: RYAN D. POLIAKOFF

04/25/2022

Electronic Signature of Registered Agent

Date

Officer/Director Detail :

Title PRESIDENT
Name DOWNS, MICHAEL
Address 6969 SKYLINE DRIVE
City-State-Zip: DELRAY BEACH FL 33446

Title TREASURER
Name MARSAL, JOSEPH
Address 6530 SKYLINE DR
City-State-Zip: DELRAY BEACH FL 33446

Title SECRETARY
Name FERREIRA, LUIZ
Address 6530 SKYLINE DR
City-State-Zip: DELRAY BEACH FL 33446

I hereby certify that the information indicated on this report or supplemental report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears above, or on an attachment with all other like empowered.

SIGNATURE: MICHAEL DOWNS

P

04/25/2022

Electronic Signature of Signing Officer/Director Detail

Date

IN THE CIRCUIT COURT OF THE FIFTEENTH JUDICIAL CIRCUIT IN AND
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STEPHEN BYERS,

CASE NO:50-2019-CA-012472

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Defendant.

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(3) Any such reorganized railroad company shall not be precluded from thereafter further amending its charter, articles of association or incorporation, or certificate of incorporation in the manner otherwise provided by law.

(4) Upon the filing of such certificate of amendment of a charter, articles of association or incorporation, or certificate of incorporation pursuant to a plan of reorganization as provided in this section, there shall be paid to the department of state for the use of the state the filing fees and taxes applicable to amendments as provided by §608.05.

(5) The enactment of this law shall not be construed to embrace any purpose other than amending the existing corporate laws of this state, as herein provided.

History.—§§1-5, ch. 57-259; §§10, 35, ch. 69-106.

608.27 Dissolution, voluntary.—

(1) (a) Whenever the board of directors of any corporation shall find it desirable that it be dissolved, they may adopt a resolution to that effect. If, at a meeting of stockholders, such proportion as required by the certificate of incorporation or the by-laws, but not less than a majority, of stock entitled to vote thereon shall vote in favor, the resolution shall be adopted. A copy of the resolution, with thereon the certificate of the president or vice-president and the secretary or assistant secretary of its adoption by the stockholders, together with a list of names and addresses of the officers and directors, shall be filed with the department of state.

(b) In addition, an affidavit from the corporation, executed by the president or vice-president and attested by the secretary or assistant secretary, stating that all currently due property taxes, both tangible and intangible, and all sales and use taxes, where applicable, have been paid as of the date of the affidavit, shall be filed with the department of state at the same time. After satisfying itself that the foregoing requirements have been met the department shall issue a preliminary notice of dissolution which the corporation shall have published one time in a newspaper published in the county where the principal office is located. Upon the filing with the department of state by the manager or publisher of such newspaper of proof of publication of the notice and payment by the corporation of the cost of publication and the fee required by §608.05(5)(b) the corporation shall be dissolved.

(2) Whenever all stockholders of record having voting power on a proposal to dissolve shall consent in writing to a dissolution no meeting of stockholders shall be necessary.

History.—§1, ch. 28170, 1953; §§1, 2, ch. 63-240; §4, ch. 65-192; §§10, 35, ch. 69-106.

Note.—Similar provisions in former §§611.31, 612.46.

608.28 Dissolution where opposing ownership interests are evenly divided.—When the total stock voting power is evenly divided into

two independent ownerships or interests, and the number of directors is even and equally divided respecting the management of the corporation with one-half of the ownership favoring the course advocated by one-half of the directors, and the other half of the ownership favoring the course of the other half, or where the ownership is equally divided and the number of directors is uneven, but the two halves of the ownership are unable to agree on or elect successor directors and the old directors are holding over, the circuit court, sitting in chancery, may entertain a petition from any stockholder for involuntary dissolution of the corporation. If, after hearing thereon, the court finds that the division of ownership is equal and cannot be reconciled, he may appoint a receiver or trustee of the corporation, and enter an order that it be dissolved. The order shall be filed with the department of state, which shall treat it as a resolution and certificate of dissolution as provided by §608.27. The fees and costs provided by §608.27, shall be paid by the receiver or trustee from corporate funds. Liquidation shall be by the procedure provided in §608.29.

History.—§1, ch. 28170, 1953; §9, ch. 29886, 1955; §§10, 35, ch. 69-106.

cf.—§608.05 Filing fees and taxes.

608.29 Dissolved corporations; receivers appointed by the court; powers.—

(1) When any corporation organized under part I of this chapter shall be dissolved or cease to exist in any manner whatever, the circuit court, sitting in chancery, on application of any creditor or stockholder of such corporation, at any time, may either continue such directors as trustees, or appoint one or more persons to be receivers of and for such corporation, to take charge of the estate and effects thereof, and to collect the debts and property due and belonging to the corporation, with power to prosecute and defend, in the name of the corporation, or otherwise, all such suits as may be necessary or proper for the purpose aforesaid, and to appoint an agent or agents under them, and to do all other acts which might be done by such corporation, if in being, that may be necessary for the final settlement of the unfinished business of the corporation. The powers of such trustees or receivers may be continued as long as the circuit court shall find necessary for the purposes aforesaid.

(2) The circuit court shall have jurisdiction of said application and of all questions arising in the proceedings thereon, and may make such orders and decrees and issue injunctions therein as justice and equity shall require.

(3) Such trustees or receivers, after payment of all allowances, expenses and costs, and the satisfaction of all special and general liens upon the property and funds of the corporation to the extent of their lawful priority, shall pay the other debts due from the corporation if the funds in their hands shall be sufficient

therefor, and if not, they shall distribute the same ratably among all the creditors who shall prove their debts in such manner as provided by order or decree of the court for that purpose. They shall, if there be any balance remaining after the payment of such debts and necessary expenses or the making of adequate provision therefor distribute and pay the same to and among those or their legal representatives who shall be justly entitled thereto, as having been stockholders of the corporation.

(4) Trustees or receivers, where appointed, shall make final distribution of assets within such time and in such manner as the court may determine in the order of appointment or in subsequent proceedings.

History.—§1, ch. 28170, 1953.

Note.—Similar provisions in former §§611.34, 612.50-612.53.

608.30 Dissolution; continuation after; trustees.—

(1) Every dissolved or expired corporation shall continue a body corporate for three years after dissolution or expiration for the purpose of satisfying its liabilities, selling and conveying its property and dividing the net remaining assets among the stockholders but for no other purpose.

(2) (a) The directors of the corporation at the time of dissolution or expiration shall be and constitute a board of trustees for the property owned by the dissolved or expired corporation. In the event of vacancies in the board of directors at the time of dissolution or expiration the remaining directors, as trustees, may fill them from among the stockholders. Subsequent vacancies may be filled by the surviving trustees in like manner. Acts of a majority of the trustees or of a majority of the surviving trustees shall be acts of the board of trustees.

(b) In the event there be no surviving trustees, or none such can be located, and the need arises, the circuit court, sitting in chancery, upon petition of any person having any claim against the corporation or any right, title, interest, claim, lien or demand in, to or upon real property in which the corporation holds of record any right, title, interest, claim, lien or demand in, to or upon, may, after finding as a fact that there are no surviving trustees or that none such can be located, appoint one or more trustees, who shall have power to do all things that trustees holding office under paragraph (a) hereof could do.

(3) (a) The trustees shall take charge of the estate and effects of the corporation. They shall act with reasonable diligence and dispatch to collect the debts due and property belonging to the corporation and to pay such debts and claims as may be established against it so far as assets coming into their hands permit. They shall have power to prosecute and defend, as trustees of the corporation, all suits in progress at the time of dissolution or expiration or thereafter arising as may be necessary for closing the affairs of the corporation and to

sell and convey its property, real and personal.

(b) After paying or adequately providing for payment of the corporate debts, liabilities and obligations, they may divide the remaining assets ratably among the stockholders or, with the written consent of a majority of the voting stock, they may sell the remaining assets or a part of them to a corporation of this or any other state and take in payment stock or bonds or both and distribute them ratably among the stockholders. If any stockholder who did not consent to the sale shall demand in writing, within thirty days after notice of such sale, the fair cash value of his share of the assets sold, such fair cash value shall be determined as provided in §608.23, and the vendee corporation shall pay to him the value so determined within ten days after the determination becomes final.

(c) The trustees may do all acts necessary and proper to the final settlement of all the affairs of the corporation, including but not limited to the following: They may convey, assign, release, subordinate and satisfy any right, title, interest, claim, lien or demand in, to or upon real property standing of record in this state in the name of such dissolved corporation. It shall not be necessary for any stockholder to execute such deed, but execution thereof by a majority of the trustees or a majority of the surviving trustees shall be adequate. All deeds or other instruments so executed in the past are hereby validated in all respects. The trustees so executing any such instrument may append thereto an affidavit stating in substance that they are duly qualified to act as such trustees, and that they constitute a majority of the trustees then existing. Such affidavit, as to purchasers without notice, shall be taken and held to be conclusive as to the facts therein stated. The trustees shall continue as trustees of the property of such dissolved corporation so long as it holds of record in this state any right, title, interest, claim, lien or demand in, to, or upon real property.

(4) If, at the end of three years after dissolution or expiration, any claim is not paid, agreed to be paid, reduced to judgment or litigation for its enforcement initiated, they may make final distribution of the remaining assets to the then stockholders of record according to the priorities between them. If at that time there be unpaid judgments or pending litigation of claims, they may, after reserving an amount sufficient to pay such judgments or claims with costs, distribute the remaining assets ratably among the then stockholders of record. Upon conclusion of such pending litigation and payment of such amounts as final judgments or decrees may require them to pay, they may distribute as hereinbefore stated any amounts remaining.

(5) Upon their making distribution after the three-year period or thereafter at the end of litigation, they shall be relieved and discharged of any further or personal obligation to distribute assets first to creditors and second

to stockholders. Nothing in this section shall relieve the stockholders from ratable contribution, from any assets received in distribution, toward payment of any valid and enforceable claim made against them as distributees, or against the corporation, or relieve property coming to the hands of the trustees from any valid claim of lien or claim of right therein, nor prevent service of process upon the trustees as such to enforce any lien or determine any property right after distribution.

History.—§1, ch. 28170, 1953; (2), (3) §§10, 11, ch. 29886, 1955; (6) r. §24, ch. 57-1.

Note.—Similar provisions in former §§610.18, 610.37, 611.32, 611.34, 612.47-612.49, 612.53.

608.31 Dissolution before payment of capital stock.—Before the payment of any part of the capital stock and before beginning the business for which the corporation was created, the incorporators named in any certificate of incorporation may dissolve the corporation by filing with the department of state a certificate, verified by the oath or affirmation of a majority of the incorporators named in the certificate of incorporation, that no part of the capital has been paid and such business has not been begun, and paying the fee required by §608.05(5)(b).

History.—§1, ch. 28170, 1953; §24, ch. 57-1; §§10, 35, ch. 69-106.

Note.—Similar provisions in former §612.55.

608.311 Definition of corporation.—For purposes of §§608.3205-608.336, the term "corporation" shall include the following entities, and all references to corporate characteristics shall include corresponding or equivalent characteristics of noncorporate business associations:

(1) Corporations, mutual insurers, and other nonstock business associations, exclusive of national banks, state banking and trust companies and savings and loan associations; and

(2) National banks, state banking and trust companies and savings and loan associations.

History.—§§1, 25, ch. 71-359.

608.3205 Annual corporation reports; filing; contents.—

(1) All corporations heretofore or hereafter incorporated in this state, all foreign corporations heretofore or hereafter authorized to do business in this state, and all other entities required by law to pay a tax on their net income are required to pay the annual report filing fee as provided for in §608.332 and file a report with the department of state on such forms as the department shall prescribe, setting forth:

(a) The name of the corporation or other entity;

(b) The street address of the principal office of the corporation or other entity;

(c) The corporation's or other entity's federal employer identification number;

(d) The date of incorporation or formation or, if a foreign corporation or other entity, the date on which it was admitted to do business in

this state or on which business actually commenced;

(e) The name and street address of each officer and director of any corporation, or trustee, general partner, or manager of any other entity;

(f) The name and street address of the resident agent upon whom service of process may be made;

(g) A general description of the nature or type of business or activity in which the corporation or other entity is engaged;

(h) The capital structure, showing as follows:

1.a. If organized with capital stock, the authorized capital stock of the corporation, segregated to reflect separately par value shares, no-par value shares, and shares having a stated value; and

b. The number and book value of the shares of each class or type of stock issued and outstanding, exclusive of treasury stock; and

2.a. If organized without capital stock, the general rules applicable to all members by which the property rights and interests, respectively, of each member may and shall be determined and fixed; and

b. The number and book value of all certificates of interest or participation.

(i) A declaration that all documentary stamp taxes applicable to their corporate stock or certificate of interest or participation transactions during the preceding year have been paid.

(j) Such other information and facts as the department of state may require for the purpose of administering this act, including, in the case of non-corporate entities, information corresponding to that information required of corporate entities.

(2) Each report shall be signed by an authorized person on the form provided by the department of state, and the signing thereof shall have the same legal effect as if made under oath, without the necessity of appending such oath thereto.

* (3) Commencing on January 1, 1972, all reports under this section shall be due on January 1 and shall be delinquent if not filed on or before July 1 of the same year. The information required to be shown on each annual report shall be determined as of December 31 immediately preceding the annual due date.

History.—§1, ch. 28170, 1953; §1, ch. 63-239; §7, ch. 63-253; §1, ch. 65-403; §§10, 21, 35, ch. 69-106; §2, ch. 71-359; §1, ch. 71-979; §1, ch. 72-218; §1, ch. 73-101.

***Note.**—Subsection (3) as amended takes effect January 1, 1974.

608.332 Annual report filing fee.—Commencing on January 1, 1972 and on each January 1 of every year thereafter, every corporation authorized to do business in the state and all other entities required by law to pay a tax on their net income, other than corporations not for profit, shall pay an annual report filing fee of

\$5 to the department of state. Every corporation not for profit shall pay an annual report filing fee of \$2 to the department of state. Said payment shall accompany the annual report required by this chapter.

History.—§10, ch. 71-359; §2, ch. 71-979; §2, ch. 72-218.

608.3321 Corporate privilege tax; minimum tax for short period ended December 31, 1971.—For the taxable period determined under §608.3211, each corporation shall pay a minimum tax of \$37.50 if the tax computed under §608.3311 is less than that amount.

History.—§11, ch. 71-359.

608.3351 Construction as to payment of tax.—Nothing in chapter 71-359, Laws of Florida, shall be construed as affecting in any way the capital stock tax levy and reporting requirements under present law for the taxable period ending June 30, 1971, or the administration and enforcement of said levy for such year and all prior years.

History.—§21, ch. 71-359.

608.3352 Effect upon corporation tax liability of inoperability of certain sections.—Neither the inoperability of §§608.321, 608.3211, 608.322, 608.3221, 608.3305, 608.331, 608.3311 and 608.333-608.335 effective January 1, 1972, nor their subsequent repeal shall in any way impair or abate the liability of any corporation for tax which became due prior to January 1, 1972, whether or not the return delinquency date occurred before such date; nor shall such facts prevent the administration and enforcement of this act after such date with respect to taxes due prior thereto.

History.—§24, ch. 71-359; §157, ch. 73-333.

608.341 Duties of Department of State; appropriation.—

(1) The Department of State shall prescribe the form, and furnish the blanks upon request, to make the annual reports called for in §608.3205, annually mail such blank to each entity required to file at its last given address, and examine the reports when received. If the information called for is given in such reports, the department shall file the same information and keep such reports as public records. The department shall pay into the state treasury, to be used for such purposes as the legislature may determine, all moneys collected under the provisions of §608.332. The department shall cause a notice of the requirements of §§608.3205 and 608.332 to be mailed to the last known address of every corporation doing business in the state and all other entities required by law to pay a tax on their net income which shall fail to file, within ninety days after January 1, the report required by §608.3205 or pay the annual report filing fee imposed by §608.332.

(2) The Department of State shall have the responsibility of administering the duties vested

in the Department of Revenue as formerly provided in §608.3205 relative to corporations' returns in conjunction with the capital stock tax, the corporate privilege tax and corporate dissolution or permit cancellation for failure to pay such tax. The Department of Revenue shall transfer its records of those returns to the possession of the Department of State. There is hereby appropriated to the Department of State from the general revenue fund the sum of \$32,525 for the purpose of microfilming those returns transferred herein for administration by it, and the Department of State is hereby authorized to expend the amount hereby appropriated for such purpose.

History.—§3, ch. 71-979; §3, ch. 72-218; §2, ch. 73-101; §1, ch. 73-200.

**Note.*—Subsection (1) as amended by §2, ch. 73-101, takes effect January 1, 1974.

***608.351 Penalty for failure to file report and pay tax.**—Any corporation or other entity required by law to pay a tax on its net income failing to file the annual report with the department of state and pay the annual report filing fee as required in §608.332 by July 1 of each year shall not be permitted to maintain or defend any action in any court of this state until such reports are filed and all taxes due under part I of this chapter are paid.

History.—§4, ch. 71-979; §4, ch. 72-218; §3, ch. 73-101.

**Note.*—This section as amended takes effect January 1, 1974.

Note.—Similar provisions in former §608.35.

608.36 Dissolution or cancellation of permit for failure to make report and pay annual report filing fee.—

(1) All corporations or other entities required by law to pay a tax on their net income which shall fail for a period of one year to file the reports required by §608.3205 and pay the annual report filing fee as provided for in §608.332 shall be classed as inactive and subject, if domestic corporations, declarations of trusts, or limited partnerships, to dissolution or, in the case of foreign corporations, declarations of trusts, or limited partnerships, cancellation of their permits to do business in this state. The department of state shall make up a list of all entities subject to dissolution or cancellation of permits for such reason on January 1 of each year and give notice by publication in a newspaper one time in the county in which the principal office of each such domestic entity is located and in a paper published in Tallahassee, in cases of foreign entities, giving notice that a proclamation dissolving or canceling the permits of such entities will be issued sixty days from the date of publication.

(2) Any entity which shall file its report and pay all back taxes due before the issuance of the proclamation shall have all its rights restored and shall not be dissolved or have its permit canceled.

(3) Sixty days after the date of the publication of the notice required by this section, the

department of state shall prepare a list of delinquent entities named in the published notice which have not in the meantime filed their reports and paid the taxes due, which list shall be certified to the governor, who shall thereupon issue a proclamation and cause the same to be attested by the department of state under the great seal of the state, dissolving or canceling the permits of such delinquent entities. Thereupon the department of state may remove from its active files the certificates of all entities dissolved or which have had their permits canceled as provided herein, and shall cause to have made copies thereof by photographic process. This phrase is used in its most general sense as to all such entity records as well as such proclamation and includes miniature photographic microfilming or microphotographic processes or any other photographic, mechanical, or other process heretofore or hereafter devised. After copies are made, the original certificates and all other records of such dissolved entities may be destroyed.

(4) Photographs or microphotographs in the form of film or prints of any records made in compliance with the provisions of this chapter shall have the same force and effect as the originals thereof, and shall be treated as originals for the purpose of their admissibility in evidence. Duly certified or authenticated reproductions of such photographs shall be admitted in evidence equally with the original photographs or microphotographs.

History.—§1, ch. 28170, 1953; §1, 2, ch. 63-285; §7, ch. 63-253; §5, ch. 65-403; §10, 21, 35, ch. 69-106; §5, ch. 71-979; §5, ch. 72-218.

Note.—Similar provisions in former §§610.16, 610.17.

608.37 Restoration of entities dissolved by proclamation.—

(1) Any domestic entity which has been dissolved, or foreign entity which has had its permit to do business within the state canceled, by proclamation pursuant to §608.36 for failure to pay the annual report filing fee may have its charter or certificate or its permit to do business restored by filing with the department of state the reports required by §608.3205 and paying all annual report filing fees which were due at the time of dissolution or cancellation of permit, plus an amount equal to the fees which would have been due and payable each year had there been no dissolution or cancellation of the permit, along with a reinstatement fee of \$15. Any domestic corporation which has been dissolved or foreign corporation whose permit to do business within the state has been canceled by proclamation for failure to pay either the previously required capital stock tax or corporate privilege tax of §§608.33 and 608.3305 may have its corporate entity or its permit to do business restored by filing with and paying to the department of state a current annual report and annual report filing fee required by §§608.3205 and 608.332 plus an amount of \$150, which amount shall be in lieu of the aforementioned capital stock tax or

the corporate privilege tax, or both, which would have been due and payable each year had there been no dissolution or cancellation of the permit, along with a reinstatement fee of \$15. Photographs or microphotographs of any records made in compliance with §608.36 shall be acceptable and have the same force and effect as the originals thereof. Restoration shall be effective from the date of dissolution or cancellation of permit.

(2) The owner or owners of a majority of the capital stock or certificates of interest or participation of any entity dissolved for failure to file reports and pay the annual report filing fee, or their successors in interest in the dissolved entity or its assets, may have the entity revived and its entity, franchise, and privileges restored by payment of the annual report filing fee which was due at the time of the dissolution or cancellation of the permit, plus an amount equal to the fees which would have been due and payable each year had there been no dissolution or cancellation of the permit, along with a reinstatement fee of \$15. The owner or owners of a majority of the capital or certificates of interest or participation of any domestic corporation which has been dissolved or foreign corporation whose permit to do business within the state has been canceled by proclamation for failure to pay either the previously required capital stock tax or corporate privilege tax of §§608.33 and 608.3305, or their successors in interest in the dissolved corporation or its assets, may have the corporation revived and its *[entity], franchise, and privileges restored by filing with and paying to the department of state a current annual report and annual report filing fee required by §§608.3205 and 608.332 plus an amount of \$150, which amount shall be in lieu of the aforementioned capital stock tax or the corporate privilege tax, or both, which would have been due and payable each year had there been no dissolution or cancellation of the permit, along with a reinstatement fee of \$15. Photographs or microphotographs of any records made in compliance with §608.36 shall be acceptable and have the same force and effect as the originals thereof. Restoration shall be effective from the date of dissolution or cancellation of permit.

(3) Should the name of the dissolved entity have been lawfully appropriated by another entity, the applicants shall be permitted to amend the application by adopting another name, and thereafter the entity shall continue under the name so adopted. However, the name of the dissolved entity shall not be available for use by another entity until after the passage of one year from the date of the final dissolution.

(4) Restored entities shall be subject to the annual report filing fee from the effective date of restoration.

History.—§1, ch. 28170, 1953; §7, ch. 63-253; §6, ch. 65-403; §10, 21, 35, ch. 69-106; §11, ch. 71-114; §6, ch. 71-979; §6, ch. 72-218; §2, ch. 73-200.

***Note.**—Bracketed word substituted for "corporation" by the editors.

Note.—Similar provisions in former §610.30.

608.375 Destruction of records.—In such cases where the department of state has caused to be made copies of any records maintained by it by miniature photographic microfilming or other processes as authorized by section 15.16, the department of state may destroy the original of said documents, pursuant to law.

History.—§7, ch. 71-979.

608.38 Office and resident agent.—Every corporation shall maintain an office in this state with a resident agent thereat upon whom process may be served. The resident agent may be either an individual or a corporation. The corporation shall keep the department of state informed of the current city, town or village and street address of said office together with the name of the resident agent.

History.—§1, ch. 28170, 1953; §12, ch. 29886, 1955; §310, 35, ch. 69-106.

Note.—Similar provisions in former §612.59. cf.—Ch. 48 Process and service of process.

608.39 Books to be kept; inspected; penalties.—

(1) Every corporation shall keep at its office in this state, or in the office of its transfer agent wherever located, a book (or books where more than one kind, class or series of stock is outstanding) to be known as the stock book, containing the names, alphabetically arranged, with the address of every stockholder, showing the number of shares of each kind, class or series of stock held of record by him, and where the stock book is kept in the office of the transfer agent, the corporation shall keep at its office in this state copies of the stock lists prepared from said stock book and sent to it from time to time by said transfer agent. The stock book or stock lists shall show the current status; provided, if the transfer agent of the corporation be located elsewhere, a reasonable time shall be allowed for transit of mail. The stock book or stock lists shall be open for at least three business hours each business day for inspection by any judgment creditor of the corporation or any person who shall have been for at least six months immediately preceding his demand a record holder of not less than one per cent of the outstanding shares of such corporation, or by any officer, director, or any committee or person holding or authorized in writing by the holders of at least five per cent of all its outstanding shares. Persons so entitled to inspect stock books or stock lists may make extracts therefrom.

(2) If any officer or agent of any such corporation shall willfully neglect or refuse to make any proper entry in the stock book, or shall neglect or refuse to exhibit any stock book, or to allow it to be inspected and extracts taken therefrom as provided in this section, he and the corporation shall each forfeit and pay to the party injured a penalty of fifty dollars for every such neglect or refusal, and all damage resulting to him therefrom.

(3) It shall be a defense to any action under

this section that the person suing has used or purposes to use the information so obtained otherwise than to protect his interest in the corporation or has within two years sold or offered for sale any list of stockholders of such corporation or any other corporation, or has aided or abetted any person in procuring any stock list for any such purpose.

(4) Nothing in this section shall impair the power of the courts to compel the production for examination of the books of a corporation.

History.—§1, ch. 28170, 1953; (1) §13, ch. 29886, 1955; §24, ch. 57-1.

Note.—Similar provisions in former §§611.09, 612.60.

608.40 Officers; selection, terms, etc.—Every corporation shall have a president, who shall be a director, a secretary and a treasurer. They shall be chosen by the directors and shall serve until their successors are chosen and qualify. All other officers, agents and factors shall be chosen, serve for such terms and have such duties as may be prescribed by the certificates of incorporation or the by-laws or determined by the board of directors. Any person may hold two or more offices, except that the president may not also be the secretary or assistant secretary. No person holding two or more offices shall sign any instrument in the capacity of more than one office.

History.—§1, ch. 28170, 1953; §14, ch. 29886, 1955.

Note.—Similar provisions in former §§611.14, 612.34.

608.41 Stock certificates; bonds and debentures.—

(1) (a) Every stockholder shall be entitled to have for each kind, class or series of stock held, a certificate certifying the number of shares thereof held of record by him. Certificates shall be signed by the president or a vice-president and the treasurer or an assistant treasurer, or the secretary or an assistant secretary, and sealed with the seal of the corporation. The seal may be facsimile, engraved or printed. Where such certificate is signed by:

1. A transfer agent or an assistant transfer agent, other than the corporation itself; or by

2. A transfer clerk acting on behalf of the corporation and a registrar, the signature of any of those officers named herein may be facsimile.

In case any officer who signed, or whose facsimile signature has been used on any certificate shall cease to be such officer for any reason before the certificate has been delivered by the corporation, such certificate may nevertheless be adopted by the corporation and issued and delivered as though the person who signed it or whose facsimile signature has been used thereon had not ceased to be such officer.

(b) It shall not be necessary to set forth in said certificate the provisions of the certificate of incorporation in original or amended form showing the class or classes of stock authorized to be issued by the corporation and the distinguishing characteristics thereof. If the corporation so elects, said provisions may be either:

IN THE CIRCUIT COURT OF THE FIFTEENTH JUDICIAL CIRCUIT IN AND
FOR PALM BEACH COUNTY, FLORIDA

STEPHEN BYERS,

CASE NO:50-2019-CA-012472

Plaintiff,

v.

ANTIQUERS AERODROME, INC.,
a Florida corporation,

Defendant.

_____ /

MOTION FOR SUMMARY FINAL JUDGMENT

EXHIBIT 12

607.281 Qualifications of receivers.—A receiver shall in all cases be a natural person or a corporation authorized to act as receiver, which corporation may be a domestic corporation or a foreign corporation authorized to transact business in this state, and shall in all cases give such bond as the court may direct, with such sureties as the court may require.

History.—s. 93, ch. 75-250.

607.284 Filing of claims in liquidation proceedings.—In proceedings to liquidate the assets and business of a corporation, the court may require all creditors of the corporation to file with the clerk of the court or with the receiver, in such form as the court may prescribe, proofs under oath of their respective claims. If the court requires the filing of claims, it shall fix a date, which shall be not less than 4 months from the date of the order, as the last day for filing of claims, and shall prescribe the notice of the date so fixed that shall be given to creditors and claimants. Prior to the date so fixed, the court may extend the time for the filing of claims. Creditors and claimants failing to file proofs of claim on or before the date so fixed may be barred, by order of court, from participating in the distribution of the assets of the corporation. Nothing in this section affects the enforceability of any recorded mortgage or lien or the perfected security interest or rights of a person in possession of real or personal property.

History.—s. 94, ch. 75-250; s. 14, ch. 76-209.

607.287 Discontinuance of liquidation proceedings.—The liquidation of the assets and business of a corporation may be discontinued at any time during the liquidation proceedings when it is established that cause for liquidation no longer exists. In such event, the court shall dismiss the proceedings and direct the receiver to redeliver to the corporation all its remaining property and assets.

History.—s. 95, ch. 75-250.

607.291 Judgment of involuntary dissolution; entry; filing.—

(1) In proceedings to liquidate the assets and business of a corporation, when the costs and expenses of such proceedings and all debts, obligations, and liabilities of the corporation shall have been paid and discharged and all of its remaining property and assets distributed to its shareholders or, in case its property and assets are not sufficient to satisfy and discharge such costs, expenses, debts, and obligations, all the property and assets have been applied so far as they will go to their payment, the court shall enter a judgment dissolving the corporation, whereupon the existence of the corporation shall cease.

(2) In case the court shall enter a judgment dissolving a corporation, it shall be the duty of the clerk of such court to cause a certified copy of the judgment to be filed with the Department of State. No fee shall be charged by the Department of State for the filing thereof.

History.—s. 96, 97, ch. 75-250.

607.294 Deposit of amount due certain creditors or shareholders with Department of Banking and Finance.—Upon the voluntary or involuntary dissolution of a corporation, the portion of the assets that is distributable to a creditor or shareholder who is unknown or cannot be found, or who is under disability without any person being legally competent to receive such distributive portion, shall be deposited, within 6 months from the date fixed for the payment of the final liquidating distribution, with the Department of Banking and Finance, where such funds shall be held as abandoned property and shall be paid over to such creditor or shareholder or to his legal representative upon proof satisfactory to the Department of Banking and Finance of his rights thereto.

History.—s. 98, ch. 75-250; s. 1, ch. 77-174.

607.297 Survival of remedy after dissolution.—The dissolution of a corporation either:

- (1) By the issuance of a certificate of dissolution by the Department of State;
- (2) By a decree of court; or
- (3) By expiration of its period of duration

shall not take away or impair any remedy available to or against such corporation or its directors, officers, or shareholders for any right or claim existing, or any liability incurred, prior to such dissolution if action or other proceeding thereon is commenced within 3 years after the date of such dissolution. Any such action or proceeding by or against the corporation may be prosecuted or defended by the corporation in its corporate name. The shareholders, directors, and officers shall have power to take such corporate or other action as shall be appropriate to protect such remedy, right, or claim. If such corporation was dissolved by the expiration of its period of duration, such corporation may amend its articles of incorporation at any time during such period of 3 years so as to extend its period of duration.

History.—s. 99, ch. 75-250.

607.301 Transfer of property after dissolution; powers and duties of directors as trustees.—

(1) The directors of the corporation at the time of its dissolution shall thereafter be and constitute a board of trustees for any property owned or acquired by the dissolved corporation. If any such trustee shall be unwilling or unable to serve, any vacancy may be filled by the surviving trustees. In the event there be no surviving trustees or none can be located, the circuit court may appoint a trustee or trustees for the purposes of this section.

(2) Notwithstanding the obligation of any corporation to collect its assets, pay, discharge, or make provision for all of its debts, obligations, and liabilities, and distribute any remaining property to its shareholders prior to dissolution, the trustees for a dissolved corporation shall have the power to convey any property or interest therein remaining in the corporation after dissolution or acquired by it thereafter. If the trustees of any dissolved corporation learn that the corporation continues to own any property or interest therein, the trustees shall apply the property or interest therein to the payment of

IN THE CIRCUIT COURT OF THE FIFTEENTH JUDICIAL CIRCUIT IN AND
FOR PALM BEACH COUNTY, FLORIDA

STEPHEN BYERS,

CASE NO:50-2019-CA-012472

Plaintiff,

v.

ANTIQUERS AERODROME, INC.,
a Florida corporation,

Defendant.

_____ /

MOTION FOR SUMMARY FINAL JUDGMENT

EXHIBIT 13



CFN 20040618065
 CR BK 17704 PG 0529
 RECORDED 10/29/2004 13:46:11
 Palm Beach County, Florida
 AMT 777,000.00
 Doc Stamp 5,439.00
 Dorothy H Wilken, Clerk of Court
 Pgs 0529 - 531; (3pgs)

WRIGHT

THIS INSTRUMENT PREPARED BY AND RETURN TO:
Priscilla Harris
 Royalty Title, Inc.
 640 East Atlantic Avenue
 Delray Beach, Florida 33483

Property Appraiser's Parcel Identification (Folio) Numbers:
00424615010010030
 Grantee SS #

SPACE ABOVE THIS LINE FOR RECORDING DATA

THIS WARRANTY DEED, made the **28th** day of **October, A.D. 2004** by **THOMAS G. WRIGHT, JR and JOANNE D. WRIGHT HIS WIFE**, herein called the grantors, to **STEPHEN J. BYERS, A MARRIED MAN** whose post office address is **7396 SKYLINE DRIVE, DELRAY BEACH, FL 33446**, hereinafter called the Grantee:
 (Wherever used herein the terms "grantor" and "grantee" include all the parties to this instrument and the heirs, legal representatives and assigns of individuals, and the successors and assigns of corporations)

WITNESSETH: That the grantors, for and in consideration of the sum of TEN AND 00/100'S (\$10.00) Dollars and other valuable considerations, receipt whereof is hereby acknowledged, hereby grants, bargains, sells, aliens, remises, releases, conveys and confirms unto the grantee all that certain land situate in PALM BEACH County, State of Florida, viz:

SEE EXHIBIT "A" ATTACHED HERETO AND MADE A PART HEREOF

Subject to easements, restrictions and reservations of record and to taxes for the year 2004 and thereafter.

TOGETHER, with all the tenements, hereditaments and appurtenances thereto belonging or in anywise appertaining.

TO HAVE AND TO HOLD, the same in fee simple forever.

AND, the grantors hereby covenant with said grantee that the grantors are lawfully seized of said land in fee simple; that the grantors have good right and lawful authority to sell and convey said land, and hereby warrant the title to said land and will defend the same against the lawful claims of all persons whomsoever; and that said land is free of all encumbrances, except taxes accruing subsequent to December 31, 2003.

IN WITNESS WHEREOF, the said grantors have signed and sealed these presents the day and year first above written.

Signed, sealed and delivered in the presence of:

[Signature]
 Witness #1 Signature

TERESA R EICHARS
 Witness #1 Printed Name

[Signature]
 Witness #2 Signature

PRISCILLA HARRIS
 Witness #2 Printed Name

[Signature] L.S.
THOMAS G. WRIGHT, JR
 5202 CORTEZ COURT, DELRAY BEACH, FL 33484

[Signature] L.S.
JOANNE D. WRIGHT
 5202 CORTEZ COURT, DELRAY BEACH, FL 33484

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this **28th** day of **October, 2004** by **THOMAS G. WRIGHT, JR and JOANNE D. WRIGHT** who are personally known to me or have produced *[Signature]* as identification.

SEAL

[Signature]
 Notary Signature

My Commission Expires:

Printed Notary Signature

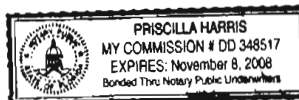


EXHIBIT "A"

A parcel of land lying in Section 16, Township 46 South, Range 42 East, said land lying in Palm Beach County, Florida, being more particularly described as follows:

Commencing at the Northeast corner of the aforementioned Section 16, thence with a bearing of South 0 degrees 07'04" East, along the East line of the aforementioned Section 16, a distance of 751.41 feet to a point on the South line of the access road; thence with a bearing of South 88 degrees 69'28" West, along the South right-of-way of the access road, a distance of 1995.37 feet to a point, said point being the Point of Beginning; thence with a bearing of South 0 degrees 12'22" West, a distance of 478.71 feet to a point; thence with a bearing of South 89 degrees 04'09" West, a distance of 200.00 feet to a point; thence with a bearing of North 0 degrees 12'22" East, a distance of 478.44 feet to a point; thence with a bearing of North 88 degrees 59'28" East, a distance of 200.00 feet more or less to the Point of Beginning. Being also described as Lot 3 in Block 1 of ANTIQUERS AERODROME, a Subdivision in Section 16, Township 46 South, Range 42 East, according to an unrecorded Plat thereof.



September 28, 2004

To Whom It May Concern:

The Antiquers' Board has reviewed the application received from Stephan and Cherie Byers for the purchase of the Wright resident at 7396 Skyline Drive (B1, L3). In submitting this application, they acknowledge that they have read the By-Laws and Covenants and will abide by them and that they will support the maintenance of this airport community.

The Board accepts Stephan and Cherie Byers as shareholders/homeowners in Antiquers Aerodrome.

Respectfully Submitted,

A handwritten signature in black ink, appearing to read "Bob Eckelson".

Bob Eckelson, President

A handwritten signature in black ink, appearing to read "Ann Motley".

Ann Motley, Secretary

6530 Skyline Drive, Delray Beach, Florida 33446

IN THE CIRCUIT COURT OF THE FIFTEENTH JUDICIAL CIRCUIT IN AND
FOR PALM BEACH COUNTY, FLORIDA

STEPHEN BYERS,
Plaintiff,

CASE NO:50-2019-CA-012472

v.

ANTIQUERS AERODROME, INC.,
a Florida corporation,

Defendant.

_____ /

**MOTION FOR SUMMARY FINAL JUDGMENT
EXHIBIT 14**

Prepared by and return to:
Backer AboudPoliakoff & Foelster, LLP
The Arbor, Suite 420
400 South Dixie Highway
Boca Raton FL 33432
(561) 361-8535

**REVIVED RESTRICTIVE COVENANTS AND RESERVATIONS AND OTHER
GOVERNING DOCUMENTS RELATING TO ANTIQUERS AERODROME, INC.**

WHEREAS, the Restrictive Covenants and Reservations for Antiquers Aerodrome, Inc. which was recorded in the Public Records of Palm Beach County, Florida, at Official Records Book 1651, at Page 151, and all amendments thereto ("Original Covenants and Reservations"), expired pursuant to Chapter 712 of the Florida Statutes, also known as the Marketable Record Title Act; and

WHEREAS, Part III of Chapter 720, Fla. Stat., provides a mechanism for the revitalization of the covenants and restrictions; and

WHEREAS, pursuant to Chapter 720, Fla. Stat., the Organizing Committee for Covenant Revitalization, consisting of:

Michael Downs
6969 Skyline Drive
Delray Beach, FL 33446
973-960-0302

Michael Helm
7050 Skyline Drive
Delray Beach, FL 33446
561-654-3668

John Van Lennep, as Trustee of the John F. Van Lennep Revocable Trust Agreement dated August 6, 2003 and as restated in the Sixth Amendment and Full Restatement of the John F. Van Lennep Revocable Trust Agreement, dated January 17, 2017
6888 Skyline Drive
Delray Beach, FL 33446
561-601-3993

prepared or caused to be prepared the complete attached text of the Revived Restrictive Covenants and Reservations for Antiquers Aerodrome, Inc. ("Revived Covenants and Reservations"), the Certificate of Incorporation of Antiquers Aerodrome, Inc. ("Certificate of Incorporation"), the Antiquers Aerodrome, Inc. By-Laws ("By-Laws") and all amendments to the Original Covenants and Reservations and the amendments to the Certificate of Incorporation and By-Laws, to be submitted to the parcel owners for approval; and

WHEREAS, these Revived Covenants and Reservations contain the same covenants that are contained in the Original Covenants and Reservations and any amendments thereto; and

WHEREAS, the attached the Revived Covenants and Reservations, the Certificate of Incorporation, the By-Laws and all amendments thereto, are identical in all respects to the Original Covenants and Reservations and the originally recorded Certificate of Incorporation, the By-Laws and all amendments thereto; and

WHEREAS, these Revived Covenants and Reservations have the same effective term as the term of the Original Covenants and Reservations; and

WHEREAS, the Revived Covenants and Reservations do not contain covenants that are more restrictive on the affected parcel owners than the covenants contained in the previous governing documents; and

WHEREAS, the Revived Covenants and Reservations contain the same respective amendment provisions as the previous governing documents; and

WHEREAS, the Revived Covenants and Reservations comply with the requirements for a declaration of covenants and other governing documents as specified in Florida Statute Chapter 720; and

WHEREAS, the voting interests of each parcel owner is the same as the voting interests of the parcel owners under the previous governing documents; and

WHEREAS, the proportional assessment obligations of each parcel owner is the same as the proportional assessments obligations of the parcel owners under the previous governing documents; and

WHEREAS, the identification of each parcel that is subject to the Revived Covenants and Reservations, and the name of each parcel owner or the person in whose name the parcel is assessed on the last completed assessment roll of Palm Beach County, Florida, at the time when the Revived Covenants and Reservations were submitted for approval by the parcel owners and a graphic depiction of the Antiquers Aerodrome property to be governed by the Revived Covenants and Reservations are attached to the Revived Covenants and Reservations as Exhibit "1."

WHEREAS, the land subject to this Revived Covenants and Reservations is situate, lying and being in Palm Beach County, Florida, to wit:

The NW quarter of the NW quarter and the NE quarter of the NW quarter of Section 15, Township 46 South, Range 42 East, and the south half of the NW quarter of the NE quarter and the south half of the NE quarter of the NE quarter in Section 16, Township 46 South, Range 42 East, said land lying and being situate in Palm Beach County, Florida.

hereinafter referred to as the "land," and

WHEREAS, the undersigned wish to create a quality development with restrictions, covenants, servitudes, impositions, easements, charges and liens as hereinafter set forth for the preservation of the property values of the owners therein; and

WHEREAS, the undersigned declare that the foregoing land shall be held, transferred, sold, conveyed and occupied subject to the restrictions, covenants, servitudes, impositions, charges and liens hereinafter set forth.

NOW, THEREFORE, this Revived Covenants and Reservations, the Certificate of Incorporation, the By-Laws, and all amendments thereto, having been approved in the manner required by Sections 712.11, 720.405 and 720.406, Fla. Stat., and having been executed by the President and Secretary of Antiquers Aerodrome, Inc. shall be covenants which run with the lands described therein and shall have the effect and priority as stated in Section 720.407, Fla. Stat.

This is a Certified copy

This is not a Certified Copy

18972

THIS INSTRUMENT WAS PREPARED BY
✓ WPKR, STONE AND McALEY
2641 E ATLANTIC BLVD
POMPANO BEACH, FLORIDA

RESTRICTIVE COVENANTS AND RESERVATIONS

ANTIQUERS AERODROME, INC., has this day declared and executed these Restrictive Covenants and Reservations and does hereby impress them upon ANTIQUERS AERODROME, a sub-division of Sections 15 and 16, Township 46 South, Range 42 East, according to an unrecorded plat thereof prepared by John A. Grant, Jr., land surveyor, a copy of which is attached hereto and made a part hereof for identification, said land comprising the following described property:

The NW quarter of the NW quarter and the NE quarter of the NW quarter of Section 15, Township 46 South, Range 42 East, and the south half of the NW quarter of the NE quarter and the south half of the NE quarter of the NE quarter in Section 16, Township 46 South, Range 42 East, said land lying and being situate in Palm Beach County, Florida.

The Restrictions and Covenants hereinafter set out are to run with the land and shall be binding upon all parties and all persons claiming under them until December 31, 1987 at which time they shall be extended automatically for successive ten year periods, unless by vote of the majority of the then owners of the lots shown on said plat, it is agreed to change them in whole or in part.

1. No lot embraced on said plat shall be used for any other than single family residence purposes. There shall not exist on any lot at any time more than one residence and one hangar, and all residences constructed thereon shall be permanent, and no lot shall be used by more than one family.

2. No building shall be constructed upon any lot having less than 1200 square feet, exclusive of porches, garages and airplane and automobile shelters.

This is not a certified copy

3. No building, or any part thereof, including garages, porches, airplane hangars, shall be erected on any lot closer than 30 feet from the front lot line, 10 feet from the side lot lines, and 40 feet from the rear lot line; however where a single building is constructed on two or more lots, the side, front and rear lot lines shall refer only to the lot lines bordering on the adjoining property owners. No obstructions, whether natural or artificial, higher than one foot above the level of the adjacent taxi-way shall be permitted on the rear 40 feet of any lot for the purpose of allowing adequate wing clearance of aircraft using said taxi-way. The owner of each lot does by the acceptance of a deed for said lot grant an easement and cross easement to the other lot owners of said subdivision of the airspace over the rear 40 feet of each lot for the purpose of wing clearance.

4. ANTIQUERS AERODROME, INC., reserves the right and option to install and construct or to cause to be installed or constructed in, under or upon the streets, roads and easements as shown on the plat, and within 10 feet from same, sanitary sewer lines or other utility lines together with all necessary appurtenances thereto. And upon the completion of any such installation and construction a lien shall automatically arise and is hereby created in favor of ANTIQUERS AERODROME, INC., and against each such lot for the amount chargeable to each lot, which shall be payable upon completion of such installation and construction.

5. ANTIQUERS AERODROME, INC. reserves the right where necessary and expedient to encroach upon the boundary lines of any and all lots for the purpose of laying and maintaining the aforesaid sewerage or utility lines as otherwise set out herein.

6. No building shall be constructed on any of the aforesaid lots that does not conform to Palm Beach County Health Department regulations concerning the construction of septic tank and underground disposal systems and which does not conform to the Palm Beach County zoning ordinances.

7. Outside toilets or privies are expressly prohibited.

8. Commercial breeding or feeding of cattle, sheep, goats, hogs or poultry, the operation of a commercial dairy, dog boarding kennel or veterinary hospital and the operation of a commercial livery or boarding stable for horses, or a riding academy, and the keeping of any hog, milk cow, or chickens are strictly prohibited. It is understood, however, that this restriction shall not be construed to prohibit the keeping of a reasonable number of domestic animals for family pleasure; being limited to dogs, cats, fowls and horses, provided that all horses and fowls must be restrained by fence or other appropriate protective restraint, and all such animals must be stabled at the farthest possible point from the adjoining property, and all appropriate measures must be taken by the lot owner to eliminate and prevent offensive odors and any unsightly accumulations from said animals. Failure to comply with this provision shall constitute a nuisance.

9. All lot owners must take all precautions to restrict their children and the children of their guests under the age of ten years to their property by whatever precautions as may be reasonable and necessary including the construction of a fence if required. Failure to comply with this paragraph shall constitute a nuisance.

10. The erection of signs by individual property owners is expressly prohibited except that the owner may display on his property a name and address sign referring only to the premises

on which displayed, if the form and size of such sign be first approved in writing by the Committee. However nothing contained herein shall preclude ANTIQUERS AERODROME, INC. from erecting such signs as may be deemed necessary and proper incident to the utilization of the easements, taxiways and airstrips and related facilities.

11. No noxious or offensive activities shall be carried on upon any lot or tract, nor shall anything be done thereon which may be or become an annoyance to the neighborhood.

12. No purchaser shall dump trash, cans or garbage on any lot (whether owned by such purchaser or not), or easement in said subdivision, and each purchaser, his heirs or assigns will maintain each tract owned by him in a clean and sightly condition. Appropriate action may be taken by ANTIQUERS AERODROME, INC. to protect home owners where necessary.

13. No buyer, or his heirs or assigns, shall at any time use as a residence, temporarily or permanently, a trailer, tent, shack, garage, barn, street car, bus or other outbuilding.

Each lot, whether or not improved, must be properly maintained and mowed by the owner at his own expense in such a manner as to conform with the maintenance of the surrounding lots.

14. (a) For the purpose of assuring that the aforesaid lands be developed according to the high standards intended by the owners, ANTIQUERS AERODROME, INC. reserves the power to control the buildings, structures, and other improvements placed on each lot by virtue of the following, which each purchaser, by acceptance of the title to his lot, covenants and agrees to.

(b) No building, fence or other structure shall be commenced, erected, maintained or altered on any of the lots or tracts unless same shall first have been submitted to and approved in writing by the Board of Directors of ANTIQUERS AERODROME, INC., or a Committee appointed by the Board of Directors of ANTIQUERS AERODROME, INC., to consist of no less than three

nor more than five lot owners.

(c) However, if such Committee is not in existence or fails to approve or disapprove such design, plan and/or specifications within thirty days after same has been submitted to said Committee, then approval will not be required, provided the design and location on the lot conform to and are in harmony with existing structures in the subdivision.

15. No lot in this subdivision shall be resubdivided.

16. No structure shall be moved upon any lot or tract, unless approved by ANTIQUERS AERODROME, INC., in writing, and any structure started on this subdivision must be completed insofar as the exterior finish is concerned within one year from the date the plans are approved by the Committee.

17. The airplane hangar space on each lot shall be limited to strictly private use and a maximum size of 2400 interior square feet. All hangars must be approved by the Committee in the same manner as other structures.

18. A hangar may be built before the home is built, but when so done, it must be located on the back half of the lot's depth.

19. No commercial business of any type shall be permitted, however, nothing herein contained shall be construed as preventing ANTIQUERS AERODROME, INC. or its assigns from erecting and maintaining facilities of a recreational or community nature or facilities incident to the use of the runways, taxiways and easements.

20. In order to maintain the high standards of this subdivision, each lot in the subdivision is hereby subjected to an annual assessment commencing with the year 1968, which assessment shall be secured by a lien upon each such lot until the same is paid. ANTIQUERS AERODROME, INC. reserves the right and option

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to construct, repair and maintain all of the easements, streets, taxways, runways and other improvements including but not limited to lighting, parkways, and other things necessary or desirable in the opinion of ANTIQUERS AERODROME, INC. to keep the property in good and neat order, and related facilities, and to supply additional services such as they become desirable such as sewerage and rubbish disposal. And the owner of each lot shall pay any and all assessments therefor on a pro rata basis in addition to all assessments for taxes, insurance and operating expenses of the common facilities of ANTIQUERS AERODROME, which sum when assessed annually, quarterly, or monthly, together with any other such special assessments as may be levied in the same manner, and the same shall be payable when due. Upon the levying of assessments, a lien shall arise and is hereby created in favor of ANTIQUERS AERODROME, INC., and against each such lot owner for the amount chargeable to each such lot by said pro rata assessment. Such liens may be recorded after ten days from the date such assessment becomes past due and shall be effective as against the owner and all other persons having knowledge thereof. The judgment of ANTIQUERS AERODROME, INC. in the expenditure of such funds shall be final.

21. All lot owners agree to be bound by and to abide by the terms of any and all provisions of any insurance policies upon the common taxi ways, easements, runways and other common areas.

22. All roads, taxiways, runways, easements, overrun areas, and other common areas are reserved unless granted by way of easement and fees may be charged for the use of said facilities by non-residents and non-lot owners of ANTIQUERS AERODROME.

23. ANTIQUERS AERODROME, INC., reserves the right for itself and its assigns to make rules and regulations relative to

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the common area, including the easements, taxiways, runways, grounds and related facilities, affecting the use of said premises. and all lot owners agreed to comply with said rules and regulations and are subject thereto, including any such rules and regulations that may be added from time to time, and ANTIQUERS AERODROME, INC. reserves the right to include in any contract or deed hereafter made, any additional restrictive covenants or conditions not inconsistent with those herein contained.

24. No wires, antenna aeriads or other equipment shall be installed upon the exterior of any building at a height of more than 50 feet from ground level.

25. ANTIQUERS AERODROME, INC., at its option, may enforce the collection of any delinquent assessment by suit at law or by foreclosure of the lien securing the assessment or by any other proceeding, and, in such event, it shall be entitled to recover delinquent payments, plus interest at the legal rate, plus the costs of suit and a reasonable attorney's fee.

26. No residence or hangar space may be leased. And no lot or any part thereof shall be sold or conveyed to anyone other than a stockholder of ANTIQUERS AERODROME, INC. without the approval of the Directors, or Committee appointed by the Directors of ANTIQUERS AERODROME, INC., and any such purchaser must have agreed to abide by all of the rules, regulations and provisions and by-laws of ANTIQUERS AERODROME, INC. as the same are or may be amended from time to time. This covenant shall expire at the date of the expiration of these restrictive covenants and reservations.

27. Nothing contained herein shall preclude a mortgage banker, a bank, a savings and loan association, an insurance company, or any other institutional or recognized lending institution from owning a mortgage on property situated on the aforesaid property, and such mortgage lender shall have an unrestricted and absolute right to take title to said property in settlement

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and satisfaction of said mortgage or to foreclose the said mortgage in accordance with the terms thereof and the laws of the State of Florida, and to bid upon the said property at the foreclosure sale, and if the successful bidder, to take title thereto. Provided however, that should a mortgage encumbering lands on the aforesaid property held by such mortgage lender be in default, then such mortgage lender shall give ANTIQUERS AERODROME, INC. notice of such default at least thirty days prior to the institution of foreclosure action, and should said ANTIQUERS AERODROME, INC. or any member thereof, individually or collectively, fail to purchase said mortgage together with all costs incident thereto including interest to date, then and in that event the mortgagee taking title at the foreclosure sale, or taking title in lieu of foreclosure, or any other personal corporation purchasing at a foreclosure sale or from said mortgagee, may occupy or sell such real estate whether or not said purchaser is a member of ANTIQUERS AERODROME, INC. However, after receiving notice of default as aforesaid, the said ANTIQUERS AERODROME, INC. or any of the members thereof, shall have the right, upon the payment of all principal, interest and costs, purchase said mortgage and note at any time prior to the aforesaid foreclosure sale and shall in such event be substituted in place of said mortgagee.

28. No motor vehicles shall at any time be parked or operated on any of the taxiways or runways, nor shall any helicopter at any time be permitted to use or occupy any of the taxiways or runways hereof. The violation of this paragraph shall constitute a nuisance.

29. No aircraft of any kind shall be parked on any of the common taxiways or runways. A violation of this provision shall be considered a nuisance. No lot may be owned in co-tenancy, either legal or equitable, with any person other than the spouse of the owner, without the express written consent of ANTIQUERS

AERODROME, INC.

30. It is not necessary that the site for any residence be limited to a single lot as laid out on the aforesaid unrecorded plat. A residential site may consist of one or more lots provided that no residential site shall consist of less than one lot.

31. Lot owners shall have the right to tie an aircraft owned by them outside of a hangar only if it is "in current license". Failure to keep such outside aircraft in current license shall constitute a nuisance which may be abated by removal of the aircraft at the cost of the owner.

32. No junk motor vehicles or other motor vehicles without a current license tag shall be permitted, and failure to comply with this paragraph shall constitute a nuisance which may be abated by the removal of the motor vehicle at the cost of the owner.

33. It is the intent of the owners that this shall be a residential community and that no hangars or residences shall be constructed that do not conform to the standards established in the community both in terms of design, strength and type of construction.

34. All buildings, including hangars, must be kept painted and properly maintained and free of junk and other unsightly accumulations by the owner. Failure to comply with this paragraph shall constitute a nuisance which may be abated by any of the remedies otherwise set out herein.

35. No hangars shall be constructed in such a way or with such materials as to constitute a fire hazard, and ANTIQUERS AERODROME, INC., or the aforesaid Committee, may make such regulations as they may deem advisable for the purpose of fire protection and control. Failure to comply with these regulations for fire protection shall constitute a nuisance which will be

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abated by the remedies otherwise set out herein.

36. These restrictive covenants may be amended by the affirmative vote of the majority of the shareholders in ANTIQUERS AERODROME, INC.

37. ANTIQUERS AERODROME, INC. has reserved the right to control the use of the runways and may prohibit the use of the runways by any aircraft deemed unsafe to either life, health or the condition and maintenance of the field by virtue of its size, design or state of repair.

38. If the owners of any of these lots or their assigns shall violate any of the covenants herein set out, it shall be lawful for any other person owning real property in this subdivision to prosecute any proceedings at law or in equity against the person violating any of these covenants to prevent him from so doing or to recover damages from such violation.

39. Invalidation of any of these covenants shall in no wise affect any of the other paragraphs hereof which shall remain in full force and effect.

40. ANTIQUERS AERODROME, INC. reserves the right whenever there shall have been built on any of the lots any structure which is in violation of these restrictions to enter upon the property where such violation of these restrictions exists and summarily abate or remove the same at the expense of the owner. Any such entry or removal shall not be deemed a trespass.

ANTIQUERS AERODROME, INC.

Ruth Slonoff
John Harrison

By John C. Mickel
President
ATTEST: James A. Montgomery
Secretary

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STATE OF FLORIDA
SS.
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared JOHN C. MICKEL and JAMES A. MONTGOMERY to me known to be the President and Secretary respectively of ANTIQUERS AERODROME, INC., a Florida corporation, and known to me to be the persons described in and who executed the foregoing instrument for the purposes therein expressed, and acknowledged before me that they executed the same.

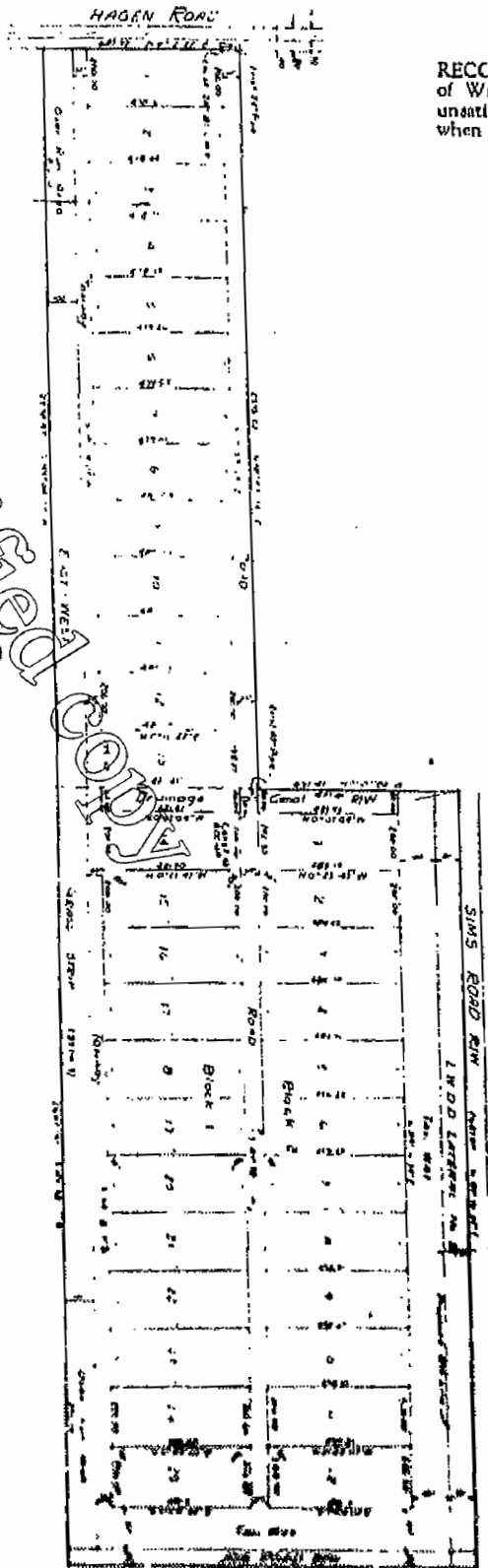
WITNESS my hand and official seal in the County and State last aforesaid this 1st day of April A.D. 1968.

James A. Montgomerie
Notary Public



NOTARY PUBLIC, STATE OF FLORIDA AT LARGE
MY COMMISSION EXPIRES FEB. 26, 1972
BUNDLED THROUGH F.H.O. 01421612000

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RECORDER'S MEMO: Legibility of Writing, Typing or Printing unsatisfactory in this document when received.

Recorded in Official Record Book
Of Palm Beach County, Florida
John B. Dinkie
Clerk of Circuit Court

BA1651 162

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of ANTIQUERS AERODROME INC, a corporation organized under the laws of the State of Florida, filed on July 5, 1972, as shown by the records of this office.

The document number of this corporation is 321854.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capital, this the
Twenty-third day of February, 2015



Ken Detzner

Ken Detzner
Secretary of State

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CERTIFICATE OF INCORPORATION

OF

ANTIQUERS AERODROME, INC.

We, the undersigned subscribers to this certificate of incorporation, each a natural person competent to make contracts, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation shall be:

ANTIQUERS AERODROME, INC.

ARTICLE II - GENERAL NATURE OF BUSINESS

The general nature of the business and the objects and purposes proposed to be transacted and carried on by this corporation is:

A. To buy, sell, build, develop and construct, real estate and buildings, to engage in the building and construction; to engage in the purchase, development and sale of, or to otherwise acquire, have, own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, trade in, deal in, and with goods, wares, merchandise, real, personal property and services of every class, kind and description, and to engage in the construction business, building, maintaining, adding to, and participating in all phases of construction of every kind, type and nature, and to engage in the purchase, sale of, real estate, to buy and sell mortgages, and any other type of financial obligations, and to conduct business in one or more offices.

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B. To conduct business in and have one or more offices in the State of Florida and all other states and countries; and generally to make and perform contracts of every kind and description for the purpose of accomplishing any of the objects and purposes, or for the purpose of exercising any of the powers of this corporation; to do and perform any other act or thing and to exercise any and all powers which natural persons could do or exercise, and which are now or which may hereafter be authorized by law; and generally, to do and perform any and all things necessary or incident to the performance of any of the powers specifically enumerated herein.

C. To acquire by purchase, lease, or otherwise, lands and interests in lands, and to own, hold, improve, develop, and manage any real estate so acquired, and to erect, or cause to be erected, on any lands owned, held, or accepted by the corporation, buildings or other structures, public or private, with their appurtenances, and to manage, operate, lease, rent, rebuild, enlarge, alter, or improve any buildings or other structures, now or hereafter erected on any lands so owned, held, or occupied, and to encumber or dispose of any lands, or interests in lands, and any buildings or other structures, at any time owned or held by the corporation; to buy, sell, mortgage, exchange, lease, hold for investment or otherwise, use and operate, real estate of all kinds, improved or unimproved, and any right or interest therein.

D. To purchase the corporate assets of any other corporation and engage in the same or other character of business.

E. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences