

Division of Corporations

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02 MAY -2 PM 12:03
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TALLAHASSEE, FLORIDA

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FOREIGN PROFIT QUALIFICATION BEDFORD AIRCRAFT LEASING COMPANY

02 MAY -2 AM 10:50
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DIVISION OF CORPORATION

Certificate of Status	1
Certified Copy	1
Page Count	03
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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. BEDEFORD AIRCRAFT LEASING COMPANY
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. DELAWARE 3. 02-0591328
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. APRIL 30, 2002 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. UPON QUALIFICATION
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 115 EAST PUTNAM AVENUE, GREENWICH, CT. 06830
(Principal office address)
115 EAST PUTNAM AVENUE, GREENWICH, CT 06830
(Current mailing address)

8. TO ENGAGE IN ANY LAWFUL ACT OR ACTIVITY
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: DENNIS J. OLLE, ESQ.

Office Address: 2601 SOUTH BAYSHORE DRIVE, SUITE 1600
MIAMI, Florida 33133
(City) (Zip code)

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TALLAHASSEE, FLORIDA


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10. Registered agent's acceptance:

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



(Registered agent's signature)
DENNIS J. OLLE

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: DORT A. CAMERON, III
Address: 115 EAST PUTNAM AVENUE
GREENWICH, CT. 06830

Vice Chairman: _____
Address: _____

Director: _____
Address: _____

Director: _____
Address: _____

B. OFFICERS

President: DORT A. CAMERON, III
Address: 115 EAST PUTNAM AVENUE
GREENWICH, CT. 06830

Vice President: _____
Address: _____


Secretary: SETH M. CAMERON
Address: 115 EAST PUTNAM AVENUE, GREENWICH, CT. 06830

Treasurer: DORT A. CAMERON, III
Address: 115 EAST PUTNAM AVENUE, GREENWICH, CT. 06830

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NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. X 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. DORT A. CAMERON, III, PRESIDENT
(Typed or printed name and capacity of person signing application)

Delaware

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The First State

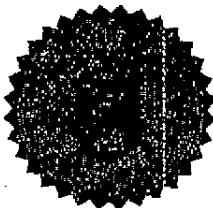
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BEDFORD AIRCRAFT LEASING COMPANY" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIRST DAY OF MAY, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BEDFORD AIRCRAFT LEASING COMPANY" WAS INCORPORATED ON THE THIRTIETH DAY OF APRIL, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1754405

DATE: 05-01-02