

F02 00000 4934

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: ALASKA AIRLINES, INC.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Keith Lovelless, Corporate Secretary
(Name of Person)
Alaska Airlines, Inc.
(Firm/Company)
PO Box 68900
(Address)
Seattle, WA 98168
(City/State and Zip code)

For further information concerning this matter, please call:

Jeanne Gammon at (206) 431-3719
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☒ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

789,611,671

WD2-26957
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FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

September 17, 2002

KEITH LOVELESS
ALASKA AIRLINES INC
PO BOX 68900
SEATTLE, WA 98168

SUBJECT: ALASKA AIRLINES, INC.
Ref. Number: W02000026957

622-4511
02 SEP 27 AM 10:22
TALLAHASSEE, FL 32314

We have received your document for ALASKA AIRLINES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Marsha Thomas
Document Specialist

Letter Number: 502A00052926

**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. ALASKA AIRLINES, INC.
(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. State of Alaska 3. 92-0009235
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 12/09/1937 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 11/21/2002 (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. 19300 International Blvd, Seattle, WA 98188
(Principal office address)
P.O. Box 68900, Seattle, WA 98168
(Current mailing address)
8. Passenger Air Transportation
(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: CT Corporation
Office Address: 1200 So. Pine Island Rd.
Plantation, Florida 33324
(City) (Zip code)

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.

See attached consent to serve.

(Registered agent's signature)

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.

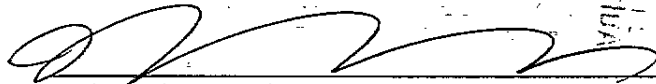
CONSENT TO SERVE AS REGISTERED AGENT

C T Corporation System, c/o C T Corporation Systems, 1200 South Pine Island Road, Plantation, Florida 33324 does hereby consent to serve as Registered Agent for the following company:

Alaska Airlines, Inc.

We understand that as the agent, it will be our responsibility to receive service of process; to forward all mail; and to immediately notify the Office of the Secretary of State in the event of our resignation, or of any changes in the Registered Office address.

DATED this 23rd day of September, 2002



Jack Caskey, Assistant Vice President

FILED
02 SEP 27 AM 10:22
TALLAHASSEE FLORIDA

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

A. DIRECTORS

Chairman: John F. Kelly

Address: PO Box 68900, Seattle, WA 98168

Vice Chairman: N/A

Address: _____

Director: See attached Exhibit A.

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: William S. Ayer

Address: PO Box 68900, Seattle, WA 98168

Vice President: See attached Exhibit A.

Address: _____

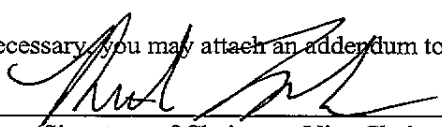
Secretary: Keith Loveless

Address: PO Box 68900, Seattle, WA 98168

Treasurer: _____

Address: _____

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

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

14. VP/Legal and Corporate Affairs, General Counsel & Corp Secretary
(Typed or printed name and capacity of person signing application)

ALASKA AIRLINES, INC.

BOARD OF DIRECTORS

JOHN F. KELLY Chairman Alaska Airlines, Inc. P.O. Box 68900 Seattle, WA 98168	PHYLLIS J. CAMPBELL Chair, Community Board US Bank of Washington 24224 SE 47 th St Issaquah, WA 98029	R. MARC LANGLAND Chairman, President & CEO Northrim Bank P. O. Box 241489 Anchorage, AK 99524
WILLIAM S. AYER President & CEO Alaska Airlines, Inc. P.O. Box 68900 Seattle, WA 98168	RONALD F. COSGRAVE Executive Manager, ANP, LLC P.O. Box 68934 Seattle, WA 98168	J. KENNETH THOMPSON Chairman & CEO Pacific Rim Leadership Development 3601 'C' Street, Suite 1400 Anchorage, AK 99503
GEORGE D. BAGLEY Executive VP/Operations Alaska Airlines, Inc. P.O. Box 68900 Seattle, WA 98168	MARY JANE FATE General Manager, Family Business P.O. Box 71111 Fairbanks, AK 99707	

ELECTED OFFICERS

Address: c/o ALASKA AIRLINES, PO BOX 68900, SEATTLE, WA 98168

JOHN F. KELLY Chairman	MICHAEL S. COHEN Senior VP/Maintenance & Engineering	KEITH LOVELESS VP/Legal & Corporate Affairs, General Counsel and Corporate Secretary
WILLIAM S. AYER President & CEO	ROBERT M. REEDER Senior VP/Info & Comm Services	WILLIAM L. MACKAY VP/Public & Government Affairs
GEORGE D. BAGLEY Executive VP/Operations	KEVIN FINAN VP/Flight Operations	DAVID A. PREWITT VP/Safety
GREGG A. SARETSKY Executive VP/Marketing and Planning	DONALD S. GARVETT VP/Planning	EDWARD W. WHITE VP/Customer Service
BRADLEY D. TILDEN Executive VP/Finance & CFO	DENNIS J. HAMEL VP/Employee Services	

APPOINTED OFFICERS

CLIFFORD T. ARGUE Staff VP/Properties and Facilities	BRIAN K. HIRSHMAN Staff VP/Maintenance	THOMAS R. O'GRADY Staff VP/General Litigation and Regulatory Law; Deputy General Counsel
LOUIS G. CANCELMI Staff VP/Corporate Communications	STEPHEN B. JARVIS Staff VP/E-Commerce	AMBER H. POST Staff VP/Finance & Treasurer
CATHRYN V. DAMMEL Staff VP/Labor and Employment Law, Deputy General Counsel	JEFFREY JONES Staff VP/Technical Support	ANDREA L. SCHNEIDER Staff VP/Station & Inflight Operations
JANET S. FISHER Staff VP/Government Affairs	TERRI K. MAUPIN Staff VP/Finance & Controller	

State of Alaska
Department of Community and Economic Development
Division of Banking, Securities and Corporations

**CERTIFICATE
OF
COMPLIANCE**

The undersigned, as Commissioner of Community and Economic Development of the State of Alaska, and custodian of corporation records for said state, hereby certifies that

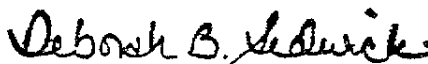
ALASKA AIRLINES, INC.

On **DECEMBER 9, 1937** filed in this office its Articles of Incorporation, as a business corporation organized under the laws of this State.

I FURTHER CERTIFY that said corporation is in good standing and has filed all biennial corporate reports due at this time and has paid all biennial corporation taxes and fees due and payable at this time.

No information is available in this office on the financial condition, business activity or practices of this corporation.

IN TESTIMONY WHEREOF, I execute this certificate and
affix the Great Seal of the State of Alaska on
September 9, 2002



Deborah B. Sedwick
Commissioner of Community
and Economic Development