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To:

Division of Corporations
Fax Number : (850)205-0383

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (561)694-8107
Fax Number : (561)694-1639

FLORIDA/FOREIGN LIMITED LIABILITY CO.

AAC/MSN 24557, LLC

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$130.00

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APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. AAC/MSN 24557, LLC

2. Delaware
(jurisdiction under the law of which foreign limited liability company is organized)

3. _____
(FEI number, if applicable)

4. April 4, 2007
(Date of Organization)

5. perpetual unless earlier dissolved under applicable law
(Duration: Year limited liability company will cease to exist or "perpetual")

6. upon filing of this application
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 848 Brickell Avenue, Suite 900
Miami, FL 33131
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here

9. The name and usual business addresses of the managing members or managers are as follows:

Apollo Aviation Capital 848 Brickell Avenue, Suite 900 Miami FL 33131

Bill Hoffman, Esq. | FL Bar Member 978795
848 Brickell Avenue, Suite 900
Miami FL 33131
305-372-2877

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10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized.

11. Nature of business or purposes to be continued or promoted in Florida:
Used aircraft and engines dealer.

Signature of a member or manager listed in Article 9.



Apollo Aviation Capital Management, L.L.C., Manager
by C. P. DeMaio as attorney-in-fact

Date: 6/26/2007

Bill Hoffman, Esq. | FL Bar Member 978795
848 Brickell Avenue, Suite 900
Miami FL 33131
305-372-2877

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

LIMITED LIABILITY COMPANY:
AAC/MSN 24557, LLC

REGISTERED AGENT/OFFICE:
Robert G. Korn
848 Brickell, Suite 900
Miami FL 33131

I agree to act as registered agent to accept service of process for the company named above at the place designated in this certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



Robert G. Korn
by C. P. DeMaio as attorney-in-fact

Date: June 26, 2007

Bill Hoffman, Esq. | FL Bar Member 978795
848 Brickell Avenue, Suite 900
Miami FL 33131
305-372-2877

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Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AAC/MSN 24557, L.L.C." IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SIXTH DAY OF JUNE, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "AAC/MSN 24557, L.L.C." WAS FORMED ON THE FOURTH DAY OF APRIL, A.D. 2007.

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

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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 5792552

DATE: 06-26-07