



M97000000255

ACCOUNT NO. : 072100000032

REFERENCE : 336359 4350760

AUTHORIZATION :

Patricia Pignato

COST LIMIT : ~~\$140.00~~

ORDER DATE : April 18, 1997

\$ 285.00

ORDER TIME : 9:58 AM

ORDER NO. : 336359-025

600002173036--5

CUSTOMER NO: 4350760

CUSTOMER: Ms. Kathy Cigna
Flightsafety International,
Marine Air Terminal
Laguardia Airport
Flushing, NY 11371

FOREIGN FILINGS

NAME: FLIGHTSAFETY BOEING TRAINING
INTERNATIONAL L.L.C.

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stephanie Stscherban

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY -9 PM 2:36

RECEIVED
97 MAY -9 AM 10:50
DIVISION OF CORPORATION

BK
5/9/97

**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:*

- L.L.C.
1. FLIGHTSAFETY BOEING TRAINING INTERNATIONAL ~~L.L.C.~~
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation
"L.C." if not so contained in the name at present. Please note: "L.L.C." is not an acceptable suffix in Florida.)
2. DELAWARE 3. 11-3372029
(Jurisdiction under the law of which foreign limited liability (FEL number, if applicable)
company is organized)
4. MARCH 24, 1997 5. PERPETUAL
(Date of Organization) (Duration: Year limited liability company will
cease to exist or "perpetual")
6. upon qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. C/O FLIGHTSAFETY INTERNATIONAL INC.
MARINE AIR TERMINAL - LA GUARDIA AIRPORT
FLUSHING, NY 11371-1061
(Street address of principal office)

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8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who
will manage the foreign limited liability company in Florida: (attach additional page if necessary)

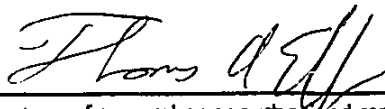
NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>A. L. UELTSCHI</u> <u>C/O FLIGHTSAFETY INTERNATIONAL</u> <u>MARINE AIR TERMINAL</u> <u>LA GUARDIA AIRPORT</u> <u>FLUSHING, NY 11371</u>	<u>MGR</u>	<u>L. W. CLARKSON</u> <u>C/O THE BOEING COMPANY</u> <u>N 8TH ST./PARK AVE. N</u> <u>BUILDING 10-60 LOBBY</u> <u>RENTON, WA 90855</u>	<u>MGR</u>
<u>B. N. WHITMAN</u> <u>C/O FLIGHTSAFETY INTERNATIONAL</u> <u>MARINE AIR TERMINAL</u> <u>LA GUARDIA AIRPORT</u> <u>FLUSHING, NY 11371-1061</u>	<u>MGR</u>	<u>J. T. BRIGHT</u> <u>C/O THE BOEING COMPANY</u> <u>N 8TH ST/PARK AVE N</u> <u>BUILDING 10-60 LOBBY</u> <u>RENTON, WA 90855</u>	<u>MGR</u>
<u>J. S. WAUGH</u> <u>C/O FLIGHTSAFETY INTERNATIONAL</u> <u>MARINE AIR TERMINAL</u> <u>LA GUARDIA AIRPORT</u> <u>FLUSHING, NY 11371-1061</u>	<u>MGR</u>	<u>E. H. MATSON</u> <u>THE BOEING COMPANY</u> <u>N 8TH STREET/PARK AVE N</u> <u>BUILDING 10-60 LOBBY</u> <u>RENTON, WA 90855</u>	<u>MGR</u>

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

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The undersigned member or authorized representative of a member of FlightSafety
Boeing Training International L.C. deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 10 million .
- 3) if any, the agreed value of property other than cash contributed by member(s) is
\$ 70 million .. A description of the property is attached and made a part hereto.
simulators and training equipment.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is
\$ 80 million. This total includes amounts from 2 and 3 above.
(approximately)



Thomas A. Eff
Authorized Representative
FlightSafety International Inc.

Signature of a member or authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit
constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: _____

FlightSafety Boeing Training International LC

2. The name and address of the registered agent and office is:

Corporation Service Company

(Name)

1201 Hays Street

(P.O. Box not acceptable)

Tallahassee, Florida 32301

(City/State/Zip)

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Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company

By: _____

(Signature)

Vicki Schreiber, Asst. V. P.

5/8/97

(Date)

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FLIGHTSAFETY BOEING TRAINING INTERNATIONAL 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 EIGHTEENTH DAY OF APRIL, A.D. 1997.

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

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971127039

A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

8427001

AUTHENTICATION:

DATE:

04-18-97