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Jan 26 1998 8:00am  
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998

FLORIDA DEPARTMENT OF STATE  
Sandra E. Mortham  
Secretary of State  
DIVISION OF CORPORATIONS

DOCUMENT # 856017 (9)  
1. Corporation Name  
ATLANTIC SOUTHEAST AIRLINES, INC.

Principal Place of Business  
100 HARTSFIELD CENTRE PARKWAY  
SUITE 800  
ATLANTA GA 30354-1256

Mailing Address  
100 HARTSFIELD CENTRE PARKWAY  
SUITE 800  
ATLANTA GA 30354-1256

2. Principal Place of Business  
21 Suite, Apt. #, etc.  
22 City & State  
23 Zip  
24 Country

2a. Mailing Address  
26 Suite, Apt. #, etc.  
27 City & State  
28 Zip  
29 Country

9. Name and Address of Current Registered Agent  
UNITED STATES CORPORATION COMPANY  
1201 HAYS STREET  
SUITE 105  
TALLAHASSEE FL 32301

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered agent or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE *Renee H. Skinner* *Asst UP* 1/6/98  
Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS

TITLE	CEO	<input type="checkbox"/> DELETE
NAME	PICKET, GEORGE F.	
STREET ADDRESS	824 BRYWYCK RD.	
CITY-ST-ZIP	ATLANTA GA	
TITLE	PD	<input type="checkbox"/> DELETE
NAME	BEISER, JOHN W.	
STREET ADDRESS	4550 SENTINEL POST RD.	
CITY-ST-ZIP	ATLANTA GA	
TITLE	VP	<input type="checkbox"/> DELETE
NAME	SAPP, RONALD V	
STREET ADDRESS	8186 DAVON DRIVE	
CITY-ST-ZIP	JONESBORO GA	
TITLE	VP	<input type="checkbox"/> DELETE
NAME	WATTS, SAM	
STREET ADDRESS	200 SILVERWOOD WAY	
CITY-ST-ZIP	PEACHTREE CITY GA	
TITLE	VP	<input type="checkbox"/> DELETE
NAME	SHANNAHAN, TILDEN	
STREET ADDRESS	110 RIVER LANDING	
CITY-ST-ZIP	ATLANTA GA	
TITLE	AVD	<input type="checkbox"/> DELETE
NAME	SKINNER, RENEE H.	
STREET ADDRESS	107 TAMERLANE	
CITY-ST-ZIP	PEACHTREE CITY GA	

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 19.07(3)(I), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my 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 in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: *Renee H. Skinner* *Asst UP* 1/5/98

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified  
04/04/1983

4. FEI Number  
58-1354495

5. Certificate of Status Desired ☐ \$8.75 Additional Fee Required

6. Election Campaign Financing Trust Fund Contribution ☐ \$5.00 May Be Added to Fees

7. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. ☐ Yes ☐ No

10. Name and Address of New Registered Agent

81	Name
82	Street Address (P.O. Box Number is Not Acceptable)
83	
84	City
85	Zip Code

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	AVP	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
1.2 NAME	MARK BOLE	
1.3 STREET ADDRESS	1079 Colony Circle	
1.4 CITY-ST-ZIP	Marietta GA 30068	
2.1 TITLE	SVP	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
2.2 NAME	Edward Paquette	
2.3 STREET ADDRESS	1219 Charleston Pl.	
2.4 CITY-ST-ZIP	Dunwoody GA 30338	
3.1 TITLE	VP	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	Ronald Sapp	
3.3 STREET ADDRESS	9275 Bethany Wood Tr.	
3.4 CITY-ST-ZIP	Jonesboro GA 30239	
4.1 TITLE	VP	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
4.2 NAME	Grant Nichols	
4.3 STREET ADDRESS	121 Jim Goodson Rd.	
4.4 CITY-ST-ZIP	Griffin GA 30223	
5.1 TITLE	John ms Bryan	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
5.2 NAME	900 River Reach Dr. #204	
5.3 STREET ADDRESS	St. Landeale, FL 33315	
5.4 CITY-ST-ZIP		
6.1 TITLE	VP	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
6.2 NAME	Mark Fischer	
6.3 STREET ADDRESS	3796 Debarshire Dr.	
6.4 CITY-ST-ZIP	Salisbury Md 20804	

CR2034 (10/97)

**OFFICERS**  
**ATLANTIC SOUTHEAST AIRLINES, INC.**

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George F. Pickett - Chairman of the Board & Chief  
Executive Officer  
824 Byrnwyck Road  
Atlanta, GA 30319  
420-52-3601

John W. Beiser - President  
1266 West Paces Ferry Road #504  
Atlanta, GA 30327  
300-34-5847

Ronald V. Sapp - Chief Financial Officer and Senior VP - Finance  
9275 Betony Wood Trail  
Jonesboro, GA 30236  
252-78-9509

Edward J. Paquette - Senior VP - Operations  
1219 Charleston Place  
Dunwoody, Georgia 30338  
058-44-5591

Sam Watts - VP - Sales and Corporate Communications  
107 Chadwick Drive  
Peachtree City, GA 30269  
072-38-3742

Tilden M. Shanahan - VP - Operations  
110 River Landing  
Atlanta, GA 30350  
428-56-3901

Mark William Fischer -VP - Customer Services  
3796 Devonshire Drive  
Salisbury, MD 21804  
284-46-8167

John McBryan - VP - Technical Services  
900 River Reach Drive #204  
Fort Lauderdale, FL 33315  
486-54-2774

Renee H. Skinner - Assistant VP/Controller  
107 Tamerlane  
Peachtree City, GA 30269  
214-68-7621

OFFICERS  
ATLANTIC SOUTHEAST AIRLINES  
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W. Grant Nichols - Assistant VP Market Development  
121 Jim Goodson Road  
Griffin, GA 30223  
419-08-7008

R. Mark Bole - Assistant VP - Treasurer  
1079 Colony Circle  
Marietta, GA 30068  
455-27-6316