

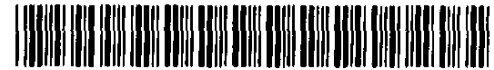
**FILE ON OR BEFORE APRIL 8, 1998 TO AVOID
REVOCATION AND \$500 PENALTY FEE**

LIMITED PARTNERSHIP ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 APR -3 AM 8:56

1. Name of Limited Partnership CL AIRCRAFT MARKETING LP	1a. DOCUMENT # B97000000515
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Mailing Address CORPORATION TRUST CENTER 1209 ORANGE ST. WILMINGTON DE	Principal Office Address CORPORATION TRUST CENTER 1209 ORANGE ST. WILMINGTON DE	3. Date Formed or Registered 09/30/1997	5a. Capital Contributions as Shown on record \$4,851,000.00
2. Mailing Address Suite, Apt. #, etc. City & State Zip Country	2a. Principal Office Address Suite, Apt. #, etc. City & State Zip Country	3a. Date of Last Report 4. State or Country of Formation DE	5b. Amount of Capital Contributions in FLORIDA to date:
		6. FEI Number 65-0794309	<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
		7. Certificate of Status Desired	<input checked="" type="checkbox"/> \$8.75 Additional Fee Required
		8. Make check payable to: Dept. of State (See reverse side for fee information) \$535.00	

9. Name and Address of Current Registered Agent CT CORPORATION SYSTEM C/O CT CORPORATION SYSTEM 1200 SOUTH PINE ISLAND RD. PLANTATION FL 33324	10. If changed, new Registered Agent/Office Name Street Address (P.O. Box Number Is Not Acceptable) Suite, Apt. #, etc. City FL Zip Code
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10a. Pursuant to the provisions of sections 620.1051 and 620.192, Florida Statutes, the above-named limited partnership organized or registered under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by its general partner(s). I hereby accept the appointment of registered agent. I am familiar with, and accept the obligations of section 620.192, Florida Statutes.

SIGNATURE (Registered Agent Accepting Appointment) _____ DATE _____

**A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY
MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.**

11. Name(s) of General Partner(s) CL AIRCRAFT MARKETING, INC.	11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers) 9420 S.W. 77TH AVENUE	11b. City, State & Zip Code MIAMI FL 33156	11c. Registration/Document Number F97000005114 700002487187--6 -04/13/98--01138--012 *****535.00 *****535.00 4-7
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Note: General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.

12. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event that the information supplied is deemed exempt from public access. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effects as if made under oath. I further certify that I am a General Partner of the limited partnership, receiver or trustee empowered to execute this report as required by chapter 620, Florida Statutes.

SIGNATURE

Wayne D. Lippman E.V.P.

DATE 3/31/98

Typed or Printed Name of General Partner Signing Form

WAYNE D LIPPMAN

Daytime Telephone Number

(305) 274-7277

CR2E003 (12/97)