

F00000003579

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
03 FEB 20 PM 3:48

~~2003-1443~~

N/C

V SHEPARD FEB 24 2003

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: AerFi Leasing USA Sub I, Inc.
(Name of corporation)

DOCUMENT NUMBER: F00000003579

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Laura B. Showalter
(Name of person)

debis AirFinance USA, Inc.
(Name of firm/company)

100 NE Third Avenue, Suite 800
(Address)

Ft. Lauderdale, Florida 33301
(City/state and zip code)

For further information concerning this matter, please call:

Laura B. Showalter at (954) 760-7777
(Name of person) (Area code & daytime telephone number)

Enclosed is a check for the following amount:

- | | | | |
|--|---|--|---|
| <input checked="" type="checkbox"/> \$35.00 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input type="checkbox"/> \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed) |
|--|---|--|---|

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399



FLORIDA DEPARTMENT OF STATE

Ken Detzner
Secretary of State

January 16, 2003

LAURA B. SHOWALTER
100 NE THIRD AVE., STE. 800
FT. LAUDERDALE, FL 33301

SUBJECT: AERFI LEASING USA SUB I INC.
Ref. Number: F00000003579

We have received your document for AERFI LEASING USA SUB I INC. and your check(s) totaling \$140.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

An original, duly authenticated certificate from the state of incorporation/organization evidencing the amendment, must be submitted with the application. The certificate must have been issued within the past 90 days.

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) 245-6909.

Velma Shepard
Document Specialist

Letter Number: 403A00002285

Rec'd 2/20

February 18, 2003

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Attention: Velma Shepard

Dear Ms. Shepard:

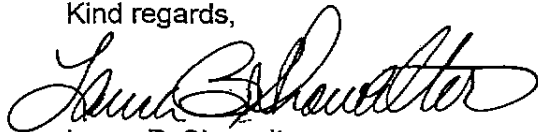
Enclosed for re-processing by your department are three separate Foreign Corporation Amendments to Application for Authorization to Transact Business In Florida. The Amendments are for change of corporate name for the companies listed below:

AerFi Leasing USA I, Inc.
AerFi Leasing USA II, Inc.
AerFi Leasing USA Sub I, Inc.

Attached to the Amendments are certified copies of the corporate amendments filed with the Secretary of State of Connecticut reflecting the corporate name changes in the original State of Incorporation for each of these companies.

Thank you for your time and assistance.

Kind regards,



Laura B. Showalter
Senior Manager – Legal and
Corporate Services

Enclosures

Rec'd 2/20

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F00000003579


(Document number of corporation (if known))

SECRETARY OF
DIVISION OF CORPORATIONS
03 FEB 20 PM 3:48

1. AerFi Leasing USA Sub I Inc.
(Name of corporation as it appears on the records of the Department of State)
2. Connecticut 3. June 23, 2000
(Incorporated under laws of) (Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? Sept. 23, 2002
5. debis AirFinance Leasing USA Sub I, Inc.
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)
6. If the amendment changes the period of duration, indicate new period of duration.
N/A
(New duration)
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
N/A
(New jurisdiction)


(Signature of the chairman or vice chairman of the board, president, or any officer, or if the corporation is in the hands of a receiver, trustee, or other court-appointed fiduciary, by that fiduciary)

Laura B. Showalter

(Typed or printed name)

January 6, 2003

(Date)

Director / Secretary

(Title)

CERTIFICATE OF AMENDMENT

STOCK CORPORATION

Office of the Secretary of the State

30 Trinity Street / P.O. Box 150470 / Hartford, CT 06115-0470 / Rev. 12/1999

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FILED 09/23/2002 08:30 AM PAGE 00311
SECRETARY OF THE STATE
CONNECTICUT SECRETARY OF THE STATE

1. NAME OF CORPORATION:

DEBIS AIRFINANCE USA SUB I, INC.

2. THE CERTIFICATE OF INCORPORATION IS (check A., B. or C.):

☒ A. AMENDED.

☐ B. AMENDED AND RESTATED.

☐ C. RESTATED.

3. TEXT OF EACH AMENDMENT / RESTATEMENT:

Article 1 of the Certificate of Incorporation shall be amended in its entirety to read as follows:

"The name of the Corporation is: debis AirFinance Leasing USA Sub I, Inc."

(Please reference an 8 1/2 X 11 attachment if additional space is needed)

Space For Office Use Only

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SECRETARY OF THE STATE
CONNECTICUT SECRETARY OF THE STATE

4. VOTE INFORMATION (check A., B. or C.):

☒ **A. The resolution was approved by shareholders as follows:**

(set forth all voting information required by Conn. Gen. Stat. Section 33-800 as amended in the space provided below)

There are 5,000 outstanding shares of common stock, \$1.00 par value. No Shares are required to be voted as a class. The Shareholder vote was 100% favoring adoption of the following resolutions:

RESOLVED, that the name of debis AirFinance USA Sub I, Inc., (the "Corporation") be changed to "debis AirFinance Leasing USA Sub I, Inc."

FURTHER RESOLVED, That in order to effect such change, the Certificate of Incorporation of the Corporation be amended so that Article 1 of such Certificate of Incorporation shall read as follows:

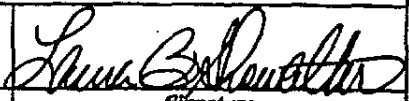
"The name of the Corporation is: debis AirFinance Leasing USA Sub I, Inc."

☐ **B. The amendment was adopted by the board of directors without shareholder action. No shareholder vote was required for adoption.**

☐ **C. The amendment was adopted by the incorporators without shareholder action. No shareholder vote was required for adoption.**

5. EXECUTION:

Dated this 19th day of SEPTEMBER, 2002

<u>LAURA B. SHOWALTER</u> Print or type name of signatory	<u>SECRETARY</u> Capacity of signatory	<u></u> Signature
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STATE OF CONNECTICUT }
OFFICE OF THE SECRETARY OF THE STATE } SS. HARTFORD

I hereby certify that this is a true copy of record
in this Office

In Testimony whereof, I have hereunto set my hand,
and affixed the Seal of said State, at Hartford,
this 28th day of January A.D. 20⁰³

Susan Syrency
SECRETARY OF THE STATE