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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

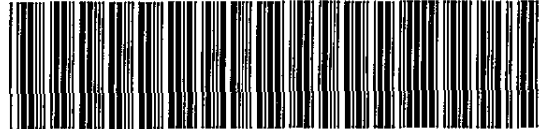
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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: AIR WISCONSIN AIRLINES CORPORATION

(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

KIM BEAUCHAMP

(Name of Person)

AIR WISCONSIN AIRLINES CORPORATION

(Firm/Company)

W 6390 CHALLENGER DRIVE SUITE 203

(Address)

APPLETON, WI 54914-9120

(City/State and Zip code)

For further information concerning this matter, please call:

KIM BEAUCHAMP

(Name of Person)

at

(920) 749-7509

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

☒ \$70.00 Filing Fee

☐ \$78.75 Filing Fee &
Certificate of Status

☐ \$78.75 Filing Fee &
Certified Copy

☐ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*


1. AIR WISCONSIN AIRLINES CORPORATION
* (Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. DELAWARE 3. 39-1767281
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. MARCH 4, 1993 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. UPON QUALIFICATION
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. W6390 CHALLENGER DRIVE SUITE 203 APPLETON, WI 54914-9120
(Principal office address)
- SAME AS ABOVE
(Current mailing address)
8. CERTIFIED AIR CARRIER OF PASSENGERS AND FREIGHT
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)
Name: CT CORPORATION SYSTEM
Office Address: 1200 S PINE ISLAND ROAD
PLANTATION, Florida 33324
(City) (Zip code)

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TALLAHASSEE, FLORIDA

10. Registered agent's acceptance:

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

Christine M. Eastwine
Assistant Secretary


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: SEE ATTACHED

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE ATTACHED

Address: _____

Vice President: _____

Address: _____

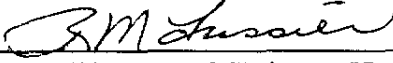
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. ROSE M. LUSSIER VICE PRESIDENT
(Typed or printed name and capacity of person signing application)

FEIN: 39-1767281

Shareholders/Directors:

Geoffrey T. Crowley, President & CEO
W6390 Challenger Drive, Suite 203
Appleton, WI 54914-9120
Shares Owned 2,108 13.78%

William P. Jordan, Executive Vice President - Admin., General Counsel & Secretary
W6390 Challenger Drive, Suite 203
Appleton, WI 54914-9120
Shares Owned 2,108 13.78%

Patrick J. Thompson, Executive Vice President - Operations
W6390 Challenger Drive, Suite 203
Appleton, WI 54914-9120
Shares Owned 2,108 13.78%

Richard A. Bartlett
W6390 Challenger Drive, Suite 203
Appleton, WI 54914-9120
Shares Owned 2,992 19.56%

Jerry M. Seslowe
W6390 Challenger Drive, Suite 203
Appleton, WI 54914-9120
Shares Owned 2,992 19.56%

John Shaw
W6390 Challenger Drive, Suite 203
Appleton, WI 54914-9120
Shares Owned 2,992 19.56%

AIR WISCONSIN AIRLINES CORPORATION

Officers:

Geoffrey T. Crowley, President & CEO
W6390 Challenger Drive, Suite 203
Appleton, WI 54914-9120

William P. Jordan, Executive Vice President-Admin., General Counsel & Secretary
W6390 Challenger Drive, Suite 203
Appleton, WI 54914-9120

Patrick J. Thompson, Executive Vice President - Operations
W6390 Challenger Drive, Suite 203
Appleton, WI 54914-9120

James C. Clarke, Senior Vice President – Chief Financial Officer
W6390 Challenger Drive, Suite 203
Appleton, WI 54914-9120

Rose M. Lussier, Vice President and Chief Accounting and Information Systems Officer
W6390 Challenger Drive, Suite 203
Appleton, WI 54914-9120

Kevin LaWare, Vice President of Operations
W6390 Challenger Drive, Suite 203
Appleton, WI 54914-9120

W. Doug Horn, Vice President of Customer Service
Denver International Airport
8900 Pena Blvd, Gate B60
Denver, CO 80249-2016

Lisa Conover, Vice President – Employee and Labor Relations
W6390 Challenger Drive, Suite 203
Appleton, WI 54914-9120

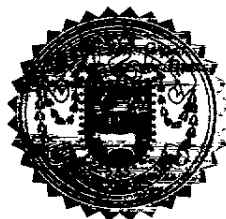
Stan Petersen-Gauthier, Vice President - Financial Planning and Analysis
W6390 Challenger Drive, Suite 203
Appleton, WI 54914-9120

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AIR WISCONSIN AIRLINES CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTEENTH DAY OF OCTOBER, A.D. 2002.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2327923 8300

AUTHENTICATION: 2034823

020631447

DATE: 10-15-02