

Division of Corporations

Page of 1

FD 3000004978

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H03000291085 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)205-0383

From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850)222-1092
Fax Number : (850)222-9428

SECRETARY OF STATE
ADMINISTRATIVE SERVICES
FILED

03 OCT -6 PM 2:38

APPROVED
AND
FILED

FOREIGN PROFIT QUALIFICATION

TCFC Air Holdings, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

RECEIVED
03 OCT -6 PM 2:20
DIVISION OF CORPORATIONS

Electronic Filing Menu

Corporate Filing

Public Access Help

JB
10-6-02

**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. TCFC Air Holdings, Inc.
(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. 32-0092333
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 09/10/2003 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 09/10/2003
(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. 9399 West Higgins Road - Suite 600, Rosemont, IL 60018
(Principal office address)
same
(Current mailing address)
8. Commercial lending
(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: c/o C T Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida 33324
(City) (Zip code)

FILED
03 OCT -6 PM 2:38
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.

C T Corporation System

By: _____

(Registered agent's signature)

James M. Halpin
Assistant Secretary

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 ATTACHMENT

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE ATTACHMENT

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. Mary F. Krakowski, Asst. Secretary

(Typed or printed name and capacity of person signing application)

03 OCT 16 PM 2:38
FILED
HONOLULU
MAINE

APPROVED
AND
FILED

03 OCT -6 PM 2:38

30 OCT 1966
A. J. ROSENBERG

TCFC AIR HOLDINGS, INC.

NAME

OFFICE

BUSINESS ADDRESS

OFFICERS

Keith A. VanDannne	President	9399 W. Higgins Road, Suite 600 Rosemont, IL 60018
William D. Keiper	Executive Vice President	9399 W. Higgins Road, Suite 600 Rosemont, IL 60018
Rosario A. Petrelli	Executive Vice President & CFO	9399 W. Higgins Road, Suite 600 Rosemont, IL 60018
Vincent E. Hilkey	General Counsel, Secretary & Executive Vice President	9399 W. Higgins Road, Suite 600 Rosemont, IL 60018
Mary F. Krakowski	Assistant Secretary	9109 W. Higgins Road, Suite 600 Rosemont, IL 60018
John J. Mohr	Senior Vice President - Tax	9399 W. Higgins Road, Suite 600 Rosemont, IL 60018
Mary Tauber	Vice President	9399 W. Higgins Road, Suite 600 Rosemont, IL 60018
Mark Transhita	Vice President	9399 W. Higgins Road, Suite 600 Rosemont, IL 60018

DIRECTORS

Mitchell E. Vernick	9399 W. Higgins Road, Suite 600 Rosemont, IL 60018
Rosario A. Petrelli	9399 W. Higgins Road, Suite 600 Rosemont, IL 60018
Keith A. VanDannne	9399 W. Higgins Road, Suite 600 Rosemont, IL 60018

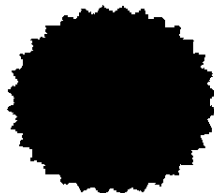
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TCFC AIR HOLDINGS, INC." 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 THIRD DAY OF OCTOBER, A.D. 2003.

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



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3702288 8300

030639973

AUTHENTICATION: 2671671

DATE: 10-03-03