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C T CORPORATION SYSTEM		
660 East Jefferson Street		
Requestor's Name	-	7000029633370
Tallahassee, Florida 32301		-08/18/8901063012
Address		******8.75 ********25.75
(850) 222-1092 City State Zip	Phone	
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### APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING STATUTES THE FOLLOWING STATE OF FLORIDA:

	بن بن	
1.	Aircraft 53623, 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  (State or country under the law of which it is incorporated)  3. appl. for (FEI number, if applicable)	<u></u> .;
4.	. August 13, 1999 -5. Perpetual (Date of incorporation) -5. (Duration: Year corp. will cease to exist or "perpetual")	·
6.	· Upon Qualification	
	(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))	<del>"</del>
7.	· 10800 Biscayne Blvd., Miami, Florida 33161	· 
	(Current mailing address)	
8.	See attached purpose clause (Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)	
9.	Name and street address of Florida registered agent:	
	Name: C T Corporation System	
	Office Address: C/o C T Corporation System, 1200 South Pine	
	Plantation , Florida, 33324 (Zip Code)	
Ha des	D. Registered agent acceptance: aving been named as registered agent and to accept service of process for the above stated corporation at the place esignated in this application. I hereby accept the appointment as registered agent and agree to act in this capacity, or ther agree to comply with the provisions of all statutes relative to the proper and complete performance of my dutie	1

and I am familiar with and accept the obligation of my position as registered agent.

C T Corporation System

(Registered agent's signature) (Officer)

(FL - 2189 - 11/16/94)

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 addresses of officers and/or directors: **DIRECTORS** Chairman: See attached list of directors Address: Vice Chairman: <u>see attached list of directors</u> Address: Director: <u>See attached list of directors</u> Director: Address: В **OFFICERS** President: See attached list of officers Address: Vice President: Address:

. Treasurer:	
Address:	Contraction of the contraction o
	2 300
NOTE: If necessary, you may attach an a and/or directors.	ون المجابعة ddendum to the application listing additional officers
13. Fram Jummer	
(Signature of Chairman, Vice Chairman, application)	or any officer listed in number 12 of the
14. Teri M. Trimmer, Assistant Secretar (Typed or printed name and capacity of	

Application by Fgn. Corp. for Authorization to Transact Business in Florida

#### Purpose Clause of Aircraft 53623, Inc.

The nature of the business or purpose to be conducted or promoted by the corporation is to engage exclusively in the following business and financial activities: (a) acquiring, holding or selling the beneficial ownership of a trust that has its purpose restricted by the trust agreement under which such trust is created to (1) the acquisition, financing, leasing and selling of that certain MD-83 aircraft bearing manufacturer's serial number 53623 and its related aircraft engines; and (2) any other lawful act or activity incidental to the foregoing for which corporations may be organized under the General Corporate Law of Delaware (which shall include pledging of the "trust estate" under such trust agreement to secure indebtedness of affiliates of the corporation to the extent required in connection with any financing of the aircraft).



#### LIST OF OFFICERS & DIRECTORS FOR AIRCRAFT 53623, INC. (a Delaware corporation)

THE BUSINESS ADDRESS FOR THE FOLLOWING OFFICERS & SOLE DIRECTOR IS c/o UNICAPITAL CORPORATION, 10800 BISCAYNE BLVD., LAW DEPT., MIAMI, FLORIDA, 33161:

SOLE DIRECTOR: Robert J. New

CHAIRMAN OF THE BOARD and

PRESIDENT:

VICE PRESIDENT & TREASURER:

VICE PRESIDENT:

VICE PRESIDENT:

VICE PRESIDENT:

VICE PRESIDENT:

VICE PRESIDENT:

Daniel Chait

VICE PRESIDENT:

David Vorrath

VICE PRESIDENT: Richard Giles
EXECUTIVE V.P. & SECRETARY: Martin Kalb
ASSISTANT SECRETARY: C. Deryl Couch

ASSISTANT SECRETARY: Teri M. Trimmer

## State of Delaware Office of the Secretary of State

PAGE

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF

DELAWARE, DO HEREBY CERTIFY "AIRCRAFT 53623, INC." IS DULY

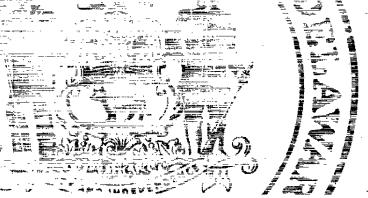
INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN

GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE

RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTEENTH DAY OF AUGUST,

A.D. 1999

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES



Edward J. Freel, Secretary of State

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**AUTHENTICATION:** 

922389

991339052

DATE:

08-16-99