

M02000002496

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: CONQUEST AIRCRAFT LEASING, LLC

Dear Sir or Madam:

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida" and the "Certificate of Designation of Registered Agent/Registered Office" and check are submitted to register the above referenced foreign LLC to transact business in Florida.

Please return all correspondence concerning this matter to the following:

LOUIS M. MEINERS, JR.
(Name of Person)

ADVOCATE CONSULTING
(Firm/Company)

9229 DELEGATES ROW, SUITE 490
(Address)

INDIANAPOLIS, IN 46240
(City/State and Zip code)

800007901498
~~888887981438~~ -3
-03/20/02--01071--003
****125.00 ****125.00

For further information concerning this matter, please call:

DANIEL CHEUNG at (317) 581-4070
(Name of Person) (Area Code & Daytime Telephone Number)

FILED
02 SEP 20 AM 11:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

BK

Enclosed is a check for the following amount:

\$100.00 Filing Fee \$25.00 Designation of Registered Agent

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. CONQUEST AIRCRAFT LEASING, LLC (Name of foreign limited liability company)

2. DELAWARE (Jurisdiction under the law of which foreign limited liability company is organized) 3. N/A DISREGARDED ENTITY (FEI number, if applicable)

4. 9/12/2002 (Date of Organization) 5. PERPETUAL (Duration: Year limited liability company will cease to exist or "perpetual")

6. 9/12/2002 (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 2750 NW 79TH AVE MIAMI, FL 33122-1067 (Street address of principal office)

8. If limited liability company is a manager-managed company, check here []

9. The name and usual business addresses of the managing members or managers are as follows: HERBERT JORDAN 2750 NW 79TH AVE MIAMI, FL 33122-1067

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: EQUIPMENT LEASING

Signature of a member or an authorized representative of a member. (In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

LOUIS M. MEINERS, JR. Typed or printed name of signer

FILED SEP 20 11:09 AM TALLAHASSEE FLORIDA

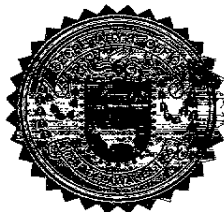
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CONQUEST AIRCRAFT LEASING, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWELFTH DAY OF SEPTEMBER, A.D. 2002.

FILED
02 SEP 20 AM 11:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3568293 8300

AUTHENTICATION: 1980269

020570513

DATE: 09-12-02