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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Orlando Fuel Facilities LLC

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EXAMINER

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TALLAHASSEE, FLORIDA

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

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

1. ORLANDO FUEL FACILITIES LLC
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.")

2. DELAWARE 3. APPLIED FOR
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. FEBRUARY 4, 2009 5. PERPETUAL
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. _____
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. c/o AIRCRAFT SERVICE INTERNATIONAL INC.
3800 EXPRESS STREET, ORLANDO, FLORIDA 32827-5203
(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:

SEE EXHIBIT "A" ATTACHED HERETO.

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: _____

To purchase, lease or otherwise acquire, and to operate and maintain, a fuel distribution and storage facility.

James E. Stevenson
Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(5), F.S., the execution of this document constitutes an affirmation under the penalty of perjury that the facts stated herein are true.)

JAMES E. STEVENSON

Typed or printed name of signee

EXHIBIT "A"

ORLANDO FUEL FACILITIES LLC

LIST OF MANAGING MEMBERS

AIR CANADA

Centre Air Canada 1233
C.P. 9000, Station Airport
Dorval, Quebec H4Y 1C2
Canada

AMERICAN AIRLINES, INC.

Mail Drop 5223
P.O. Box 619616
DFW Int'l Airport TX 75261-9616

CONTINENTAL AIRLINES, INC.

P.O. Box 4607-HQSHF
Houston TX 77210-4607

JETBLUE AIRWAYS CORPORATION

Manager Fuel
118-29 Queens Blvd.
Forest Hills, NY 11375

SOUTHWEST AIRLINES CO.

Fuel Operations
2702 Love Field Drive
P. O. Box 36611, HDQ 7FM
Dallas, TX 75235

UNITED AIR LINES, INC.

Petroleum Administration - WHQFJ
Senior Staff Specialist
1200 E. Algonquin Road
Elk Grove Village, IL 60007

VIRGIN ATLANTIC AIRWAYS LIMITED

Senior Fuel Analyst
Fuel Management Department
The Office, Manor Royal
Crawley RH10 9NU

AIRTRAN AIRWAYS, INC.

9955 AirTran Blvd.
Orlando, FL 32827

BRITISH AIRWAYS PLC

Fueling Operations
Waterside (HEB3), Americas House
P.O. Box 365
Harmondsworth, Middlesex UB7 0GB
United Kingdom

DELTA AIR LINES, INC.

Fuel Supply Chain
Department 920, P.O. Box 20706
Atlanta GA 30320-6001

NORTHWEST AIRLINES, INC.

Fuel Administration
Department A-2600
2700 Lone Oak Parkway
Eagan, MN 55121-1534

SPIRIT AIRLINES, INC.

Sr. Manager Airport Affairs
2800 Executive Way
Miramar, FL 33025

US AIRWAYS, INC.

Fuel Purchasing (Pi/H305)
U.S. Mail: P.O. Box 12346
Pittsburgh, PA 15231-0346

WESTJET

Fuel Manager
21 Aerial Place NE
Calgary, AB T2E 8X7
Canada

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

ORLANDO FUEL FACILITIES LLC

If name unavailable, the alternate name to be used in the state of Florida is:

2. The name and the Florida street address of the registered agent and office are:

CT Corporation System

(Name)

1200 South Pine Island Road

Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Plantation

FL

33324

City/State/Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.

CT Corporation System

Connie Bryan

By:

Connie Bryan
(Signature)

Assistant Secretary

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ORLANDO FUEL FACILITIES 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 FOURTH DAY OF FEBRUARY, A.D. 2009.

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

4652258 8300

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You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7118197

DATE: 02-04-09