

Thursday, July 1, 1998

Division of Corporations

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M990000001086

Please note: The same owners have a parent company in FL with the same name, as a corporation.

(F & E Aircraft Maintenance Corporation)

Florida Department of State
Division of Corporations
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Division of Corporations
Fax Number : (850) 922-4003

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

FOREIGN LIMITED LIABILITY COMPANY

F & E Aircraft Maintenance (Miami)

Name	MJH
Availability	
Document Examiner	
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Acknowledgement	
v. P. Verifier	

Certificate of Status	1
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Page Count	05
Estimated Charge	\$293.75

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 14, 1999

CORPORATE CREATIONS INTERNATIONAL INC.

SUBJECT: F & E AIRCRAFT MAINTENANCE (MIAMI), LLC
REF: W99000016134

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must contain the name, title, and business address of each managing member or manager who will manage the foreign limited liability company in the state of Florida. Please insert "MGRM" in the title portion for each managing member and "MGR" in the title portion for each manager.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges
Document Specialist

FAX Aud. #: H99000016206
Letter Number: 399A00036157

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

H99000016206

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. F & E Aircraft Maintenance (Miami), LLC

(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so
contained in the name at present. Please note: "L.L.C." is not an acceptable suffix in Florida.)

2. Delaware

(jurisdiction under the law of which foreign limited liability
company is organized)

3. 52-2177585

(FEI number, if applicable)

4. June 17, 1999

(Date of Organization)

5. perpetual unless the Company dissolves in accordance
with the provisions of its regulations.

(Duration: Year limited liability company will cease to exist
or "perpetual")

6. upon filing of this application

(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 7930 NW 36th Street, Suite 23-124

Miami, FL 33166

(Street address of principal office)

8. List name, title, and business address of each managing member [MGRM] or
manager [MGR] who will manage the foreign limited liability company in Florida:
(attach additional page if necessary)

NAME & ADDRESS:

TITLE:

Everett Arinwine
7930 NW 36th Street, Suite 23-124
Miami FL 33166

MGRM

Fred Murphy
7930 NW 36th Street, Suite 23-124
Miami FL 33166

MGRM

William D. Hoffman
7930 NW 36th Street, Suite 23-124
Miami FL 33166

MGRM

NAME & ADDRESS:

TITLE:

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William Glenn Dill, Jr. | FL Bar Member 127345
Law Offices of Hoffman & Hoffman, P.A.
999 Brickell Avenue, Suite 650
Miami FL 33131
305-372-2877

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State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "F & E AIRCRAFT MAINTENANCE (MIAMI), 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 EIGHTH DAY OF JULY, A.D. 1999.





Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: 9852515

07-08-99

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CERTIFICATE OF DESIGNATION REGISTERED AGENT/OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

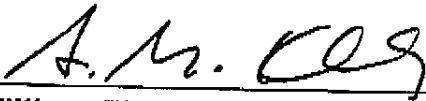
LIMITED LIABILITY COMPANY:

F & E Aircraft Maintenance (Miami), LLC

REGISTERED AGENT/OFFICE:

William Glenn Dill Jr.
999 Brickell Avenue, Suite 650
Miami FL 33131

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



William Glenn Dill Jr.
by A.M. Kelly as attorney-in-fact

Date: July 13, 1999

William Glenn Dill, Jr. | FL Bar Member 127345
Law Offices of Hoffman & Hoffman, P.A.
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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY

Limited Liability Company:

F & E Aircraft Maintenance (Miami), LLC

The undersigned deposes and says:

1. The above named Company has at least two members.
2. The total amount of initial cash contributed by the members is \$10.00.
3. The agreed value of property other than cash contributed by the members is zero.
(If the members contributed property other than cash, a description of the property is attached.)
4. The total amount of cash or property anticipated to be contributed by the members is \$900,000,000 or less.



Everett Arinwine, Member
by Andreas M. Kelly as attorney-in-fact

Date: July 13, 1999

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