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To: Division of Corporations  
Fax Number : (850) 922-4003

From: Account Name : BILZTN, SUMBERG DUNN PRICE & AXELROD LLP  
Account Number : 075350000132  
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RECEIVED  
DIVISION OF CORPORATIONS  
OCT 19 1999 11:31 AM

FOREIGN LIMITED LIABILITY COMPANY  
SEAPLANE LEASING IV, LLC

with  
10/6

Certificate of Status	1
Certified Copy	1
Page Count	02
Estimated Charge	\$160.00

Fax Audit No. H99-25041

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. SEAFPLANE LEASING IV, LLC  
(Name of foreign limited liability company)

2. Delaware Applied For  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. 10-01-99 Perpetual  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. As of the date of filing of this Application with the Secretary of State of Florida.  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)

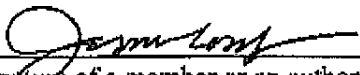
7. 3420 Bird Avenue., Coconut Grove, Florida 33133  
(Street address of principal office)

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

9. The usual business addresses of the managing members or managers are as follows:  
3420 Bird Avenue., Coconut Grove, Florida 33133

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 engage in any lawful act or activity for which a foreign limited liability company may transact business in the State of Florida under the laws of the State of Florida.

  
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.)  
James Confalone, Member

Typed or printed name of signoc

This instrument prepared by:  
John M. Kuhn, Esquire  
Florida Bar No. 966983  
Bilzin Sunberg Dunn Price & Axelrod LLP  
2500 First Union Financial Center  
Miami, Florida 33131-2336  
Telephone: 305-374-7580

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**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:

SEAPLANE LEASING IV, LLC

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

James Confalone

(Name)

3420 Bird Avenue

Florida street address (P.O. Box NOT ACCEPTABLE)

Coconut Grove

FL

33133

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, F.S..*



(Signature)

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

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*State of Delaware*  
*Office of the Secretary of State*

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SEAPLANE LEASING IV, 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 OCTOBER, A.D. 1999.

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

10:11:01  
10:11:01



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION:

10-04-99

DATE:

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