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10/31/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
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(((H97000018164 8)))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: SIEGFRIED, KIPNIS, RIVERA, LERNER, DE LA TOR ACCT#: 076424000767

CONTACT: LISA CARMAN

PHONE: (305)442-3334

FAX #: (305)443-3292

NAME: GLOBE AIR LEASING, INC.

AUDIT NUMBER.....H97000018164

DOC TYPE.....DISSOLUTION

CERT. OF STATUS..0 PAGES..... 2

CERT. COPIES.....0 DEL.METHOD.. FAX

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RECEIVED
97 OCT 31 PM 1:38
DIVISION OF CORPORATIONS

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97 OCT 31 PM 2:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Volan.
Dissolved
11/24/97
DC

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11-21-97 ; 5:12PM ; SIEGFRIED, RIVERA → Department of State;# 2/11

LAW OFFICES

SIEGFRIED, RIVERA, LERNER, DE LA TORRE & SOBEL, P.A.

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DAVID B. ISRAEL
SANDRA D. KENNEDY
ELISABETH D. KOZLOW
SAMUEL A. PERSAUD

FILE NO.

November 21, 1997

Ms. Darlene Connell
Florida Department of State
Secretary of State Office
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Globe Air Leasing, Inc. S00186
Fax Audit No. H97000018164, Letter No. 697A00052973

Dear Ms. Connell:

Pursuant to your letter dated November 18, 1997, I am enclosing the Articles of Dissolution and attached Composite Exhibit "A" with the typed Fax Audit Number on the top and bottom of every page. Also, please make sure that the records reflect that the company was dissolved as of October 31, 1997, the original date of the electronic filing.

Should you require anything further, please do not hesitate to contact me.

Very truly yours,


Elisabeth D. Kozlow

EDK:mtr
Enclosures
H:\CASE\G\GLOBE AIR\GENERAL\FLORIDA.DEL

* As you requested, we typed on top + bottom of each page the original fax audit #. Please make sure that we are not charged again for this filing. Our acct. was debited for the 10/31/97 filing.

SENT BY:

11-21-97 ; 5:13PM ;

SIEGFRIED, RIVERA → Department of State;# 3/11



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 18, 1997

ELISABETH D. KOZLOW
SIEGFRIED, RIVERA, LERNER ETAL.
201 ALHAMBRA CIRCLE, SUITE 1102
CORAL GABLES, FL 33134

SUBJECT: GLOBE AIR LEASING, INC.
Ref. Number: S00186

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

Since you originally submitted your document for filing electronically, it must be resubmitted electronically or submitted through the mail with the appropriate filing fee.

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) 487-6906.

Darlene Connell
Corporate Specialist

Letter Number: 997A00055285

NOV 20 1997

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

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11-21-97 ; 5:18PM ; SIEGFRIED, RIVERA - Department of State;# 4/11

Fax Audit No.
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ARTICLES OF DISSOLUTION OF
GLOBE AIR LEASING, INC.

97 OCT 21 PM 2:50
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I. The name of this corporation is Globe Air Leasing, Inc. which was duly incorporated on September 17, 1990, by the State of Florida.

II. The name, title and post office address of each of the Officers of the corporation are as follows:

<u>TITLE</u>	<u>NAME</u>	<u>ADDRESS</u>
Secretary/Treasurer	LOURDES SOLOMONS	8550 West Flagler St. Suite 101 Miami, Florida 33144

III. The name and post office address of each of the Directors of the corporation are as follows:

<u>TITLE</u>	<u>NAME</u>	<u>ADDRESS</u>
Director	CLAUDE P. BLUM	Von Meiss Blum & Partner CH-8021, Zurich Usterstrasse 14

IV. All debts, obligations and liabilities of this corporation have been paid or discharged, except for those to wind up the business of the corporation.

V. The corporation has elected to dissolve the corporation pursuant to a joint special meeting of its sole Director and sole Shareholder held on September 21, 1997. A true copy of the minutes of the joint special meeting of the Director and Shareholder, the Resolution to adopt a plan of corporate liquidation, the Waiver of Notice, and Ratification of the minutes are attached hereto and incorporated by reference as Composite Exhibit "A".

This instrument was prepared by:
Elisabeth D. Kozlow, Esq.
Fla. Bar No. 779148
201 Alhambra Circle, Suite 1102
Coral Gables, FL 33134
(305) 442-3334

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IN WITNESS WHEREOF, the undersigned has executed these Articles of
Dissolution on Oct. 30, 1997, in Dade County,
Florida.

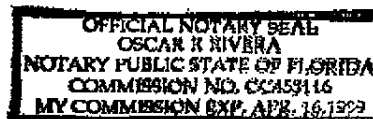
By: Loudes Solomons
Secretary/Treasurer

STATE OF FLORIDA)

COUNTY OF DADE)

Before me personally appeared LOURDES SOLOMONS, known to me and
known by me to be the person who executed the foregoing Articles of
Dissolution. She acknowledged before me that she executed these
Articles of Dissolution of Globe Air Leasing, Inc. on behalf of the
corporation.

Signature: [Signature]
Name:
Title:
Serial No.:
My Commission Expires:



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11-21-97 ; 5:19PM ;

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Fax Audit No.

H97000018164

**WAIVER OF NOTICE OF JOINT SPECIAL MEETING OF
SOLE STOCKHOLDER AND SOLE DIRECTOR OF
GLOBE AIR LEASING, INC.**

We, the undersigned, being the sole Stockholder and sole Director of Globe Air Leasing, Inc., a Florida corporation, hereby severally waive notice of the time, place and purpose of a joint special meeting of the Stockholders and Directors of the corporation and consent and agree that it be held at the offices of the shareholder's counsel, in Zurich, Switzerland on September 21, 1997, at 9:00 o'clock, a.m., for the purpose of discussing and adopting a proposed plan of liquidation and dissolution of the corporation, and for the purpose of transacting any business which may come before the meeting.

DATED: September 10, 1997.

H.Z. AVIATION HOLDING, A.G.


As Sole Stockholder


Claude P. Blum, As Sole Director

By: DIRECTOR

Title: CLAUDE BLUM

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**MINUTES OF THE JOINT SPECIAL MEETING
OF THE SOLE STOCKHOLDER AND SOLE DIRECTOR
OF
GLOBE AIR LEASING, INC.
AT MEETING TO LIQUIDATE AND DISSOLVE**

The sole Stockholder and sole Director of Globe Air Leasing, Inc., a Florida corporation, met at the offices of the shareholder's counsel on September 21, 1997, at 9:00 a.m., pursuant to a call of the meeting by the President, and pursuant to Waiver of Notice attached hereto.

Present were the sole Stockholder by proxy, and the sole member of the Board of Directors.

The sole Director of the corporation, Claude P. Blum, presided as Chairman of the meeting and Lourdes Solomons, its Secretary, appeared telephonically and acted as Secretary.

The Chairman called the meeting to order and the Secretary thereupon presented and read the Waiver of Notice to the meeting signed by sole Stockholder and sole Director of the corporation, which was ordered to be made part of the minutes of this meeting.

The Chairman announced that the purpose of the meeting was to discuss and act upon a proposal to consider the dissolution of the corporation and to adopt a plan of liquidation of the assets of the corporation.

After discussion and review, the following resolutions were unanimously adopted by the sole Director and the sole Stockholder of 100% of the issued and outstanding shares of the stock of the corporation.

BE IT RESOLVED AS FOLLOWS:

1. That in the judgment of the sole Director and the sole Stockholder of the corporation considering that the corporation has sold its last two aircraft, it is deemed advisable and for the benefit of the corporation that it be liquidated and dissolved.

2. That a plan of liquidation be and it hereby is formulated to affect such liquidation and dissolution as hereinafter provided.

3. That the liquidation and dissolution be in accordance with Section 331 of the Internal Revenue Code of 1954, as amended,

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and in accordance with the provisions of Sections 607.257 and 607.261 of the Florida Statutes, and that the officers of the corporation are hereby authorized to file a copy of these resolutions and such certificates as may be necessary to dissolve this corporation with the Secretary of the State of Florida.

4. That the officers of the corporation are authorized to do any and all things necessary and convenient to carry these resolutions into effect, including but not limited to:

(a) Liquidating any and all of the remaining assets of the corporation which in their judgment should be liquidated to facilitate the liquidation of the corporation.

(b) Executing any and all deeds of conveyance, and any other documents that may be necessary to effectively transfer and convey such properties and assets, upon such terms and conditions as may be approved by the Board of Directors.

(c) Doing all other things necessary or convenient to effect dissolution of the corporation.

5. That after affecting such liquidations and transfers and providing for the proper debts of the corporation, that any remaining assets of the corporation be distributed to the sole Stockholder of the corporation as soon as possible, but in no event later than October 31, 1997.

6. That all of the liabilities and obligations of the corporation will be paid or discharged, or adequate provisions will be made therefor.

7. That the officers of the corporation are hereby authorized and directed to pay all such fees and taxes, and to do or cause to be done such acts and things as they may deem necessary or proper in order to carry out the liquidation and dissolution of the corporation, and to fully effect the purposes of the foregoing resolutions.

8. That the accountants for the corporation shall file all necessary tax returns and forms with the District Director of Internal Revenue in Atlanta, Georgia, together with a certified copy of these resolutions.

There being no further business before the meeting, the meeting was duly adjourned.

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Fax Audit No.
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Loucas Solomons
Secretary/Treasurer
DATED: 10/14/97

[Signature]
Sole Director and Chairman

DATED: Sept 21 1997
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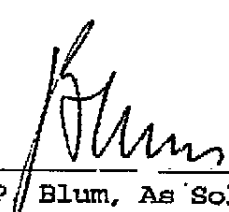
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**RATIFICATION OF MINUTES
OF JOINT SPECIAL MEETING
OF GLOBE AIR LEASING, INC.**

We, the undersigned, being all of the Directors and Shareholders of Globe Air Leasing, Inc., a Florida corporation, do hereby ratify, approve and confirm all that has occurred at the joint special meeting held on September 21, 1997, at the offices of the shareholder's counsel, have read the minutes, and hereby approve, ratify and confirm all business transacted as reported herein and in signification of our approval, ratification, and confirmation and of our assent to all acts taken at said meeting, do hereby sign our names hereto.

H.Z. AVIATION HOLDING, A.G.


As Sole Stockholder


Claude P. Blum, As Sole Director

By: CLAUDE BLUM

Title: DIRECTOR

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11-21-97 ; 5:15PM ;

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**UNANIMOUS WRITTEN CONSENT OF THE SOLE DIRECTOR OF
GLOBE AIR LEASING, INC.**

The undersigned being the sole Director of Globe Air Leasing, Inc., takes the following corporate action in accordance with a special joint meeting of the sole Stockholder and sole Director of the company:

RESOLVED AS FOLLOWS:

1. That Globe Air Leasing, Inc., a Florida corporation, shall be dissolved effective October 31, 1997.
2. That the Secretary/Treasurer is authorized and directed to execute the Articles of Dissolution and to have said Articles filed in the office of the Secretary of State in Tallahassee, Florida and to otherwise implement the plan of dissolution adopted at the joint special meeting of the sole Shareholder and sole Director of the company on September 21, 1997.
3. That the Secretary/Treasurer be and is hereby authorized and directed to execute any further documents, pay all necessary taxes, fees and costs, and do any and other things that may be necessary to effectuate the foregoing resolutions and plan of dissolution.

IN WITNESS WHEREOF, I have hereunto placed my hand and the corporate seal of the company on this 21 day of September, 1997.

By: 

Dr. Claude Blum, Sole Director

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