

F 98000000259

Document Number Only

C T CORPORATION SYSTEM

660 East Jefferson Street

Requestor's Name

Tallahassee, Florida 32301

Address

(850) 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

900002401629--8
-01/15/98--01063--004
*****70.00 *****70.00

CEE VII Inc

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- Limited Liability Partnership
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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. CEF XIII Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION", or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware (State or country under the law of which it is incorporated) 3. 061462730 (FEI number, if applicable)

4. August 12, 1996 (Date of incorporation) 5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))

7. 44 Old Ridgebury RD, Danbury, Connecticut 06810
(Current mailing address)

8. Flight simulator Training
Flight Simulator Financing
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:
Name: C T Corporation System
Office Address: c/o C T Corporation System, 1200 South Pine Island Road
Plantation, Florida, 33324
(Zip Code)

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10. Registered agent acceptance:
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application. 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

C T Corporation System

Linda Weinberger
(Registered agent's signature) (Officer)

LINDA WEINBERGER, Asst. Secy.
(Type Name and Title of Officer)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: see attached list of directors

Address: _____

Vice Chairman: see attached list of directors

Address: _____

Director: see attached list of directors

Address: _____

Director: _____

Address: _____

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B. OFFICERS

President: see attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: - If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.



(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Thomas Fanelli; Vice President

(Typed or printed name and capacity of person signing application)

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ICEF XIII Inc. 1998 Officers and Directors Listing
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 061462730

Title	Name	Address	Home Address	Date of Birth	SS#
President	Christopher H. Richmond	CEI XII Inc. 98 JAN 1 54 Old Ridgebury Road Danbury, CT 06810-5105	80 Oak Hill Road Chappaqua, NY 107154 (914) 238-0458	11/23/50	578-62-9234
Vice President	Thomas F. Fanelli	CEI XIII Inc. 44 Old Ridgebury Road Danbury, CT 06810-5105	4 Mendez Road Danbury, CT 06810 (203) 746-9536	3/26/45	143-34-9643
Treasurer	Carolyn S. Littles	CEI XIII Inc. 44 Old Ridgebury Road Danbury, CT 06810-5105	25 River Road #3107 Wilton, CT 06897 (203) 796-1008	8/7/44	243-74-7839
Attesting Secretary	Paul Jurkoic	CEI XIII Inc. 7700 Irvine Center Drive Suite 275 Irvine, CA 92618	7079 Rockrose Terrace Carlsbad, CA 92009 (619) 930-0562	1/4/46	212-46-1056
Secretary	Kelly S. Thomas	CEI XIII Inc. 44 Old Ridgebury Road Danbury, CT 06810-5105	88 Main Street New Canaan, CT 06840 (203) 966-8571	5/5/58	237-98-2082
Attesting Secretary	Michael A. Meehan	CEI XIII Inc. 44 Old Ridgebury Road Danbury, CT 06810-5105	122 Whisconier Road Brookfield Center, CT 06805 (203) 775-5057	1/29/47	191-38-6687
Attesting Secretary	Amanda N. Skolan-Logue	CEI XIII Inc. 44 Old Ridgebury Road Danbury, CT 06810-5105	333 Musket Ridge Road New Fairfield, CT 06812 (203) 746-2763	2/19/52	567-88-7822
Attesting Secretary	Benjamin A. Bornstein	CEI XIII Inc. 44 Old Ridgebury Road Danbury, CT 06810-5105	15 Crestwood Lane New Rochelle, NY 10804 (914) 636-2203	10/20/62	321-58-9637
Attesting Secretary	Rodney D. Brown	CEI XIII Inc. 44 Old Ridgebury Road	37 Kent Lane Trumbull, CT 06611	8/30/60	522-21-0272

CEEF XIII Inc. 1998 Officers and Directors Listing
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 DIVISION OF CORPORATIONS
 Danbury, CT 06810-5105
 061462730
 (203) 459-2907

Vice President-Taxes David Morey
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 CEEF XIII Inc.
 44 Old Ridgebury Road
 Danbury, CT 06810-5105
 17 Starr Lane
 Bethel, CT 06801
 (203) 744-6345
 8/24/52 333-48-0352

Vice President-Taxes Joseph T. Cassidy
 CEEF XIII Inc.
 777 Long Ridge Road
 Stamford, CT 06927
 40 Canturbury Lane
 Wilton, CT 06877
 (203) 761-0744
 036-36-2212

Assistant Treasurer Kenneth E. Kempson
 Taxes
 CEEF XIII Inc.
 777 Long Ridge Road
 Stamford, CT 06927
 38 Tannery Hill Road
 Ridgefield, CT 06877
 (203) 894-8471
 087-46-7014

Assistant Treasurer John Amato
 State Taxes
 CEEF XIII Inc.
 777 Long Ridge Road
 Stamford, CT 06927
 28 Kenilworth Drive West
 Stamford, CT 06907
 (203) 961-8659
 3/10/56 049-52-5503

Assistant Treasurer Patricia Lecouras
 State Taxes
 CEEF XIII Inc.
 777 Long Ridge Road
 Stamford, CT 06927
 44 Mead Street, Unit C
 Stamford, CT 06907
 (203) 986-6737
 087-46-7014

Assistant Treasurer Gary J. Schulman
 State Taxes
 CEEF XIII Inc.
 777 Long Ridge Road
 Stamford, CT 06927
 44 Mead Street, Unit C
 Stamford, CT 06907
 (203) 986-6737
 087-46-7014

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CEF XIII INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTEENTH DAY OF JANUARY, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

8863326

DATE:

01-13-98