

COMAIR

ENGINE S/N:	807109
Model Type:	CF34-3A1
ENGINE TSN:	34439
ENGINE CSN:	31449
DATE:	Dec-10

NOMENCLATURE	PART NUMBER	SERIAL NUMBER	TSN	CSN
FAN DISK	6078T57G05	GEE143G5	24670	22057
FAN FORWARD SHAFT	6078T51P02	GATH58EH	19079	16565
FAN DRIVE SHAFT	6036T78P02	BCM61942	19079	16565
HPC FORWARD SHAFT	5037T01P04	GATCWHNN	19079	16565
HPC CDP AIRSEAL	4019T38P01	PAMAF169	19079	16565
HPC STG 1 DISK	6087T00G02	GATHE9DL	10534	8769
HPC STG 2 DISK	6036T91P02	GATHA9CM	14491	12017
HPC STG 3-8 SPOOL	6078T56P05	GWN07G1W	11550	9673
HPC STG 9 DISK	6087T01P03	GATH4NRF	19079	16565
HPC STG 10-14 SPOOL	5087T46P02	GATHA6M8	14491	12017
HPC REAR SHAFT	6087T03P03	GWN05J76	14491	12017
HPT COUPLING	5079T64P05	NCE3930K	21490	18742
HPT SHAFT	5079T62P02	GEE146R1	21490	18742
HPT BALANCE AIRSEAL	5079T63P02	NCE424CC	5138	4194
HPT STG 1 DISK	5079T52P09	GATHH4T9	5138	4194
HPT STG 2 DISK	5079T73P02	GATHJ9LK	5138	4194
HPT STG 1 FRONT PLATE	5079T65P06	NCE3960K	21490	18742
HPT STG 1 REAR PLATE	5123T02P01	BSLN5275	5138	4194
HPT STG 2 FRONT PLATE	5079T55P04	BSLAJ141	5138	4194
HPT STG 2 REAR PLATE	5079T56P02	NCE1340K	21490	18742
LPT TURBINE SHAFT	6030T72P02	NCE2727N	17644	14628
LPT CONE	5023T40P03	BCM71608	17644	14628
LPT STG 3-4 SEAL	5023T59P02	NCE4738N	17644	14628
LPT STG 4-5 SEAL	5023T67P01	NCE5150N	17644	14628
LPT STG 5-6 SEAL	5023T64P02	WESF0019	17644	14628
LPT STG 3 DISK	6078T91P01	GATH6R59	17644	14628
LPT STG 4 DISK	6078T02P03	GATH7N7A	17644	14628
LPT STG 5 DISK	6078T92P01	GATH7MMM	17644	14628
LPT STG 6 DISK	6078T89P01	GATH7MHJ	17644	14628

The above mentioned LLPs were not involved in any accident/incident, major failure or fire, were not subjected to extreme stress or heat, nor were they immersed in salt water or otherwise corrosive agents outside normal operations when the engine was operated by Comair. Engine operated by Comair exclusively as a regional jet and has never been subjected to any operation in the corporate/private application.


 Joseph Kepple
 Program Maintenance Manager
 Comair

12/15/2010
 Date

ASSET MANAGEMENT AND CONSIGNMENT AGREEMENT

This Asset Management and Consignment Agreement (this "Agreement") is dated as of October 14, 2009, by and between JPMorgan Capital Corporation, whose principal place of business is located at 10 South Dearborn, Chicago, IL 60603-2003 ("Consignor") and GA Telesis, LLC, a Delaware limited liability company with its principal place of business located at 5400 NW 35th Avenue, Building 16, Fort Lauderdale, FL 33309 USA ("Consignee").

BACKGROUND

The grantor trusts, each as identified on the Consignment Schedules (as hereinafter defined) (the "Trusts"), which are beneficially owned by the affiliates of Consignor, each as identified on the related Consignment Schedules (the "Affiliates") and subject to Trust Agreements between such Affiliates and Wells Fargo Bank Northwest, National Association, not in its individual capacity, but as owner trustee (the "Owner Trustee"), are the owners of the equipment (collectively, the "Consigned Goods", and where applicable, the "Aircraft", "Airframe", "Engine" or "Parts") specified on any applicable schedule hereto (each a successively-numbered "Consignment Schedule") substantially in the form of Exhibit B hereto.

Consignee is in the business of marketing aircraft and engines for sale or lease and the sales, marketing and disposition of aircraft parts, engines, engine parts, components, and material substantially similar to the Consigned Goods. For whole Aircraft and Engines which are on lease as of the execution date hereof, Consignor would like to engage Consignee to market for lease, sale or exchange; and, if applicable for parts derived therefrom or for any period following the Pre-Delivery Period (as defined hereinbelow), to procure and manage the sale, lease or disassembly and repair of the Consigned Goods in accordance with the applicable terms and conditions of Parts I and II of this Agreement.

ASSET MANAGEMENT

I. Return and Pre-Delivery Date Marketing.

Consignor hereby appoints Consignee as its technical advisor and remarketing agent and for coordinating the return of the Aircraft from the current lessee identified on Exhibit A hereto (each a "Current Lessee") and arranging the delivery of the Aircraft to the applicable Delivery Location (as hereinafter defined) or to such third party purchasers or lessees as Consignee may be able to arrange during the period prior to the Delivery Date (the "Pre-Delivery Period"). During the Pre-Delivery Period, Consignee shall perform the tasks identified on Exhibit C hereto (the "Technical Services") and serve as exclusive representative for the remarketing of the Aircraft or Engines for sale or lease (the "Remarketing Services"). In performing the Remarketing Services, Consignee will consult with Consignor concerning any potential sale or lease of any Aircraft or Engine

IN WITNESS WHEREOF, the parties hereto have executed this Agreement effective as of the date first appearing above.

Consignor:

JPMORGAN CAPITAL CORPORATION

By Jeremy J. Reinhard
Title Vice President

Consignee:

GA TELESIS, LLC

By Abdol Moabery
Title Abdol Moabery
Manager

Exhibit A to
Consignment Agreement

Leases

1. Lease Agreement dated as of September 28, 1993 between Wilmington Trust Company, not in its individual capacity, but solely as Trustee, as Lessee, and Wells Fargo Bank Northwest, National Association, not in its individual capacity, but solely as Owner Trustee relating to one Bombardier CL-600-2B19 (CRJ-100ER), msn 7013, U.S. Registration No. N915CA, with CF34-3A1 Engine Nos. 807022 and 807023.
2. Lease Agreement dated as of September 28, 1993 between Wilmington Trust Company, not in its individual capacity, but solely as Trustee, as Lessee, and Wells Fargo Bank Northwest, National Association, not in its individual capacity, but solely as Owner Trustee relating to one Bombardier CL-600-2B19 (CRJ-100ER) msn 7014, U.S. Registration No. N916CA, with CF34-3A1 Engine Nos. 807031 and 807032.
3. Lease Agreement dated as of September 28, 1993 between Wilmington Trust Company, not in its individual capacity, but solely as Trustee, as Lessee, and Wells Fargo Bank Northwest, National Association, not in its individual capacity, but solely as Owner Trustee relating to one Bombardier CL-600-2B19 (CRJ-100ER) msn 7017, U.S. Registration No. N917CA, with CF34-3A1 Engine Nos. 807042 and 807043.
4. Lease Agreement dated as of December 21, 1993 between Wilmington Trust Company, not in its individual capacity, but solely as Trustee, as Lessee, and Wells Fargo Bank Northwest, National Association, not in its individual capacity, but solely as Owner Trustee relating to one Bombardier CL-600-2B19 (CRJ-100ER) msn 7026, U.S. Registration No. N924CA, with CF34-3A1 Engine Nos. 807076 and 807077.
5. Lease Agreement dated as of December 21, 1993 between Wilmington Trust Company, not in its individual capacity, but solely as Trustee, as Lessee, and Wells Fargo Bank Northwest, National Association, not in its individual capacity, but solely as Owner Trustee relating to one Bombardier CL-600-2B19 (CRJ-100ER) msn 7031, U.S. Registration No. N927CA, with CF34-3A1 Engine Nos. 807095 and 807096.
6. Lease Agreement dated as of June 1, 1994 between Wilmington Trust Company, not in its individual capacity, but solely as Trustee, as Lessee, and Wells Fargo Bank Northwest, National Association, not in its individual capacity, but solely as Owner Trustee relating to one Bombardier CL-600-2B19 (CRJ-100ER) msn 7035, U.S. Registration No. N929CA, with CF34-3A1 Engine Nos. 807109 and 807111.



Wells Fargo Bank Northwest, N.A.
Corporate Trust Lease Group

MAC U1228-120
299 South Main Street, 12th Floor
Salt Lake City, UT 84111
801 246-5630
801 246-5053 Fax
www.wellsfargocorptrust.com

May 6, 2010

GA Telesis, LLC
5400 NW 35th Avenue, Building 16
Fort Lauderdale, FL 33309

Ladies and Gentlemen:

We refer to the Asset Management and Consignment Agreement dated October 14, 2009 between JPMorgan Capital Corporation and GA Telesis, LLC (the "Agreement"). As stated in the Agreement, the undersigned, Wells Fargo Bank Northwest, National Association, is the owner trustee of the Trusts (in such capacity, the "Owner Trustee"). As Owner Trustee, the undersigned hereby ratifies and approves the Agreement as executed by JPMorgan Capital Corporation, an affiliate of the owners of the Trusts.

Capitalized terms used herein and not defined have the meanings specified in the Agreement.

Very truly yours,

WELLS FARGO BANK NORTHWEST,
NATIONAL ASSOCIATION, as Owner Trustee

By: Michael Arsonault

Name: Michael Arsonault
Title: Assistant Vice President

CONSIGNMENT SCHEDULE No. 6

Aircraft: CRJ-100ER MSN 7035, N929CA

Engines: CF34-3A1 ESNs 807109 AND 807111

Parts: n/a

The above Aircraft and Engines have been delivered on December 20, 2010 (the "Delivery Date") to Emery Air, Inc., at Rockford, Illinois (the "Delivery Location") pursuant to that certain Consignment Agreement dated as of October 14, 2009 and shall be attached thereto and made a part thereof. The Aircraft and Engines have been inspected by Consignee and Consignee hereby acknowledges that it accepts delivery thereof subject to the terms and conditions of the Consignment Agreement. Consignor hereby notifies Consignee that the Aircraft and Engines are owned by Wells Fargo Bank Northwest, National Association, successor to First Security Bank of Utah, National Association, not in its individual capacity, but solely as Owner Trustee, pursuant to a Trust Agreement dated as of June 1, 1994 with Banc One Arizona Leasing Corporation, as Owner Participant, as amended.

Sales Commission: [REDACTED]

Rental Commission: [REDACTED]

All capitalized terms not otherwise defined herein shall have the same meaning as that provided for by the Consignment Agreement.

Accepted this 21st day of May, 2011

GA TELESIS, LLC

By: [Signature]

Name:

Title:

Abdol Moabery
President & CEO

Description of Lease

<u>Date</u>	<u>FAA Conveyance No.</u>
94	HK002163

ring manufacturer's serial
eral Electric model CF34-
09 and 807111.

N929CA

FAA LEASE TERMINATION AGREEMENT

The undersigned, Wells Fargo Bank Northwest, National Association, as owner trustee, as lessor, and Wilmington Trust Company, as lessee trustee, as lessee, under that certain Lease Agreement, as more particularly described in Annex I attached hereto (the "Lease"), with respect to the Aircraft, as more particularly described in Annex I attached hereto (the "Aircraft"), hereby terminate the Lease (except for those provisions which survive termination of the Lease) and further, release the Aircraft from all the terms and conditions thereof.

This FAA Lease Termination Agreement may be executed in counterparts, each of which when executed and delivered shall be deemed an original and all together shall constitute one and the same instrument.

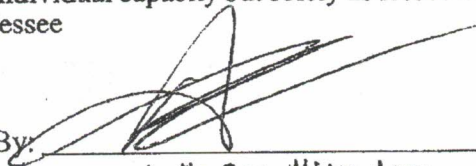
Dated as of December 20, 2010.

WELLS FARGO BANK NORTHWEST,
NATIONAL ASSOCIATION, as owner trustee,
as lessor

By: _____

Title: _____

WILMINGTON TRUST COMPANY, not in its
individual capacity but solely as lessee trustee, as
lessee

By:  _____

Title: Anita Roselli Wootery
Assistant Vice President

18070.210025

N929CA

FAA LEASE TERMINATION AGREEMENT

The undersigned, Wells Fargo Bank Northwest, National Association, as owner trustee, as lessor, and Wilmington Trust Company, as lessee trustee, as lessee, under that certain Lease Agreement, as more particularly described in Annex I attached hereto (the "Lease"), with respect to the Aircraft, as more particularly described in Annex I attached hereto (the "Aircraft"), hereby terminate the Lease (except for those provisions which survive termination of the Lease) and further, release the Aircraft from all the terms and conditions thereof.

This FAA Lease Termination Agreement may be executed in counterparts, each of which when executed and delivered shall be deemed an original and all together shall constitute one and the same instrument.

Dated as of December 20, 2010.

WELLS FARGO BANK NORTHWEST,
NATIONAL ASSOCIATION, as owner trustee,
as lessor

By: W. A.

Title: Asst. Vice President

WILMINGTON TRUST COMPANY, not in its
individual capacity but solely as lessee trustee, as
lessee

By: _____

Title: _____

18070.210025