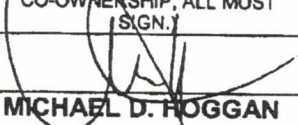


UNITED STATES OF AMERICA U. S. DEPARTMENT OF TRANSPORTATION FEDERAL AVIATION ADMINISTRATION AIRCRAFT BILL OF SALE	
FOR AND IN CONSIDERATION OF \$1.00 & OVC THE UNDERSIGNED OWNER(S) OF THE FULL LEGAL AND BENEFICIAL TITLE OF THE AIRCRAFT DESCRIBED AS FOLLOWS:	
UNITED STATES	
REGISTRATION NUMBER N 71828	
AIRCRAFT MANUFACTURER & MODEL MCDONNELL DOUGLAS DC-9-82 (MD-82)	
AIRCRAFT SERIAL NO. 49488	
ENGINE MANUFACTURER & MODEL PRATT & WHITNEY JT8D-217A	
ENGINE SERIAL NUMBERS 717436 AND 717401 (COLLECTIVELY, "THE AIRCRAFT")	
DOES THIS 30 TH DAY OF SEPTEMBER OF 2005 HEREBY SELL, GRANT, TRANSFER AND DELIVER ALL RIGHTS, TITLE, AND INTERESTS IN AND TO SUCH AIRCRAFT AND ENGINES UNTO:	

Do Not Write In This Block
FOR FAA USE ONLY

PURCHASER	NAME AND ADDRESS (IF INDIVIDUAL (S), GIVE LAST NAME, FIRST NAME, AND MIDDLE INITIAL.)		
	GA TELESIS TURBINE TECHNOLOGIES, LLC 5400 NORTHWEST 35TH AVENUE, BUILDING 16 FORT LAUDERDALE, FLORIDA 33309		
	DEALER CERTIFICATE NUMBER		
AND TO ITS EXECUTORS, ADMINISTRATORS, AND ASSIGNS TO HAVE AND TO HOLD SINGULARLY THE SAID AIRCRAFT FOREVER, AND WARRANTS THE TITLE THEREOF.			
IN TESTIMONY WHEREOF WE HAVE SET OUR HAND AND SEAL THIS 30 TH DAY OF SEPTEMBER 2005			
SELLER	NAME (S) OF SELLER (TYPED OR PRINTED)	SIGNATURE (S) (IN INK) (IF EXECUTED FOR CO-OWNERSHIP, ALL MUST SIGN.)	TITLE (TYPED OR PRINTED)
	WELLS FARGO BANK NORTHWEST, NATIONAL ASSOCIATION, NOT IN ITS INDIVIDUAL CAPACITY, BUT SOLELY AS	 MICHAEL D. HOGGAN	VICE PRESIDENT
	OWNER TRUSTEE		
ACKNOWLEDGEMENT (NOT REQUIRED FOR PURPOSES OF FAA RECORDING; HOWEVER, MAY BE REQUIRED BY LOCAL LAW FOR VALIDITY OF THE INSTRUMENT.)			
ORIGINAL: TO FAA			

ORIGINAL
TO BE RETURNED

RECORDED

10/31/2005 Time 2:11PM
2007140
Ua

LEASE TERMINATION

The undersigned hereby certify that the Lease Agreement described on the attached Appendix between Wells Fargo Bank Northwest, National Association, formerly First Security Bank of Utah, National Association, as Owner Trustee, lessor and Continental Airlines, Inc. as lessee has terminated with respect to the collateral described therein and further certify that said collateral is no longer subject to the terms thereof.

This Lease Termination may be executed by the parties in separate counterparts, each of which when so executed and delivered will be an original, but all such counterparts will together constitute one and the same instrument.

Dated this 30th day of September, 2005.

LESSOR:

WELLS FARGO BANK NORTHWEST,
NATIONAL ASSOCIATION,
as Owner Trustee

By: [Signature]
Title: Vice President

LESSEE:

CONTINENTAL AIRLINES, INC.

By: _____
Title: _____

LEASE TERMINATION

The undersigned hereby certify that the Lease Agreement described on the attached Appendix between Wells Fargo Bank Northwest, National Association, formerly First Security Bank of Utah, National Association, as Owner Trustee, lessor and Continental Airlines, Inc. as lessee has terminated with respect to the collateral described therein and further certify that said collateral is no longer subject to the terms thereof.

This Lease Termination may be executed by the parties in separate counterparts, each of which when so executed and delivered will be an original, but all such counterparts will together constitute one and the same instrument.

Dated this 30th day of September, 2005.

LESSOR:

WELLS FARGO BANK NORTHWEST,
NATIONAL ASSOCIATION,
as Owner Trustee

By: _____

Title: _____

LESSEE:

CONTINENTAL AIRLINES, INC.

By:  _____

Title: Vice President - Finance

Schedule

Lease Agreement No. 1 dated as of May 15, 1987, between Potomac Capital Investment Corporation ("Potomac Capital") as lessor and Continental Airlines, Inc. ("Continental") as lessee, as supplemented by Lease Supplement No.1 dated May 27, 1987, recorded by the Federal Aviation Administration on July 6, 1987, as Conveyance No. G65111, as amended by the First Amendment dated as of January 15, 1989, recorded on May 24, 1989, as Conveyance No. Z83902, assigned and assumed by the Assignment and Assumption Agreement (N71828) dated as of December 1, 1992, by Potomac Capital to Potomac Nevada Corporation ("Potomac Nevada"), recorded on December 23, 1992, as Conveyance No. E15262 and the Assignment and Assumption Agreement [N71828] dated as of June 8, 1993, by Potomac Nevada to First Security Bank of Utah, National Association, now Wells Fargo Bank Northwest, National Association, as Owner Trustee (the "Owner Trustee"), recorded on June 10, 1993, as Conveyance No. A49308 and amended and restated by the First Amended and Restated Lease Agreement No. 1 dated as of June 8, 1993, between the Owner Trustee as lessor and Continental as lessee, recorded on June 10, 1993, as Conveyance No. A49309.

Equipment Subject Aircraft Lease:

Aircraft 1

Airframer: McDonnell Douglas DC-9-82 (MD-82), msn 49491

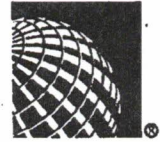
Engines: Pratt & Whitney JT8D-217A, serial numbers 717396 & 708506

Aircraft 2

Airframe: McDonnell Douglas DC-9-82 (MD-82), msn 49488

Engines: Pratt & Whitney JT8D-217A, serial numbers 717436 & 717401

Continental Airlines



Continental Airlines, Inc.
Post Office Box 4623 HQJQA
Houston, TX 77210-4623

October 4, 2005

Matthew Schneider
GS/MC Leasing, LLC
7200 South Alton Way
Suite B-130
Centennial, CO 80112

Dear Sir:

A review of the NTSB and Ground Accident Reporting Records maintained by Continental Airlines has been completed concerning aircraft registration number N71828, Serial Number 49488. To the best of my knowledge and based solely upon such review, the aircraft was not involved in an accident or incident which resulted in Continental or the manufacturer deeming it as unacceptable for continued usage in service.

This letter is not intended to identify or indicate, or warrant, the serviceability status of the aircraft assembly or any of the attached and/or included parts thereof. This letter is intended only for the use of the organization to whom it is addressed and may not be copied or distributed to others without written permission from Continental Airlines.

Sincerely,


Gerald J. Johanson
Senior Director
Quality Assurance