

JSC "Siberia Airlines"
City Ob-4, Novosibirsk Region,
Russia, 633104



Date: 12th of November, 2009

NON-INCIDENT/ ACCIDENT STATEMENT

To whom it may concern,

This is to confirm that during operation by Siberia (S7) Airlines neither the Engine Model CF6-80C2A2 ESN 690-132 nor parts installed on it have been involved in any incident or accident, major failure, or fire which could lead to extreme stress or heat and have been obtained from any Government, Military or Unapproved source.

Engine Total Time/Total Cycles: 56680 FH / 19542 FC

Yours faithfully,

A handwritten signature in black ink, appearing to read 'Mark Nagorny', enclosed within an oval-shaped stamp or seal.

Mark Nagorny
Head of Quality Assurance Department
Continuing Airworthiness Departments

PARTS CONSIGNMENT AGREEMENT

BY AND BETWEEN

**ANT AVIATION FINANCE, L.L.C.
("OWNER")**

AND

**GA TELESIS, LLC
("CONSIGNEE")**

PARTS CONSIGNMENT AGREEMENT

THIS PARTS CONSIGNMENT AGREEMENT (this "Agreement") is made this ____ day of December, 2009 (the "Effective Date"), by and between **ANT AVIATION FINANCE, L.L.C.**, having its principal place of business at 848 Brickell Ave, Suite 500, Miami, Florida 33131 (hereinafter referred to as "OWNER"), and **GA TELESIS, LLC**, having its principal place of business at 5400 NW 35th Avenue, Ft. Lauderdale, Florida 33309 (hereinafter referred to as "CONSIGNEE"). OWNER and CONSIGNEE are collectively the "Parties" and each is individually a "Party" to this Agreement.

PREAMBLE

WHEREAS:

- (a) OWNER is (or will be) the owner of certain Engines and Parts specified on one or more Schedules substantially in the form of Attachment A hereto (each such schedule an "Schedule" and together the "Schedules") and desires to offer the Engines and Parts for sale and dismantling for parts for further marketing and selling; and
- (b) CONSIGNEE is in the business of marketing aircraft, aircraft engines, selling and repairing aircraft parts and components;
- (c) OWNER is desirous of appointing CONSIGNEE as the exclusive CONSIGNEE to arrange for the disassembly and sale of the Engines and/or Parts as defined below; and
- (d) CONSIGNEE has represented to OWNER that it has the staff, facilities and financial security to carry out its proposed obligations as set out below.

NOW, THEREFORE, in consideration of the promises and mutual covenants herein contained, the receipt and sufficiency of which are hereby acknowledged, OWNER and CONSIGNEE hereto hereby agree as follows:

1. DEFINITIONS

Any law, regulation or act defined in this Agreement shall include each amendment, modification and supplement thereto.

"Agreement" means this Agreement and any exhibits and/or amendments attached hereto.

"End User" means airlines, maintenance, repair and overhaul facilities (MRO's), fixed base operators (FBOs), mandated distributors and repair shops.

"Engines" means one or more engines described more specifically on a Schedule

"Equipment:" means Engines and Parts.


"Facility" means CONSIGNEE's facility at 5400 Northwest 35th Avenue, Building 16, Fort Lauderdale, FL 33309, USA.


"Fair Market Value" or "FMV" means that price an interested buyer would be willing to pay and an

IN WITNESS WHEREOF, the Parties hereto by their duly authorized officers have executed this Agreement as of the day and year first above written.

ANT AVIATION FINANCE, L.L.C.

GA TELESIS, LLC

By: 
Name: **Mark Brown**
Title: **Vice-President**

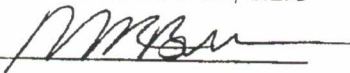

By: 
Name: **ADDAL MURPHY**
Title: **PRES/CEO**

OWNER: _____

CONSIGNEE: _____

ANT AVIATION FINANCE, L.L.C. – GAT Equipment Schedule No.1
Dated as of JAN. 5 2010

Description of Equipment (attach details as necessary):

Owner: ANT AVIATION FINANCE, L.L.C	Consignee: GA TELESIS, LLC
By <u></u>	By <u></u>
Title <u>Mark Brown</u> <u>Vice-President</u>	Title <u>Executive Vice President</u>

Schedule 1 to
ANT AVIATION FINANCE, L.L.C – GAT Consignment Agreement
Schedule No. 1

Engine Manufacturer	Engine Model	Engine Serial Number
General Electric	CF6-80C2A2	690132
General Electric	CF6-80C2A2	695277
General Electric	CF6-80C2A2	690145
General Electric	CF6-80C2A2	695218
General Electric	CF6-80C2A2	695268

BILL OF SALE (ENGINE 690132)

KNOW ALL MEN BY THESE PRESENTS:

THAT FOR GOOD AND VALUABLE CONSIDERATION the receipt and sufficiency of which is hereby acknowledged **VENTANA LTD.** (the "Seller"), being the sole owner of the full legal and beneficial title to the equipment and documents described below (the "Engine"):

- One CFM International model CF6-80C2A2 aircraft engine bearing manufacturer's serial number 690132;
- all parts, components, furnishings, equipment and accessories belonging to, installed in or appurtenant to such Engine; and
- the Aircraft Documents as relating to the Engine,

does hereby sell, grant, transfer and deliver absolutely full legal and beneficial title in and to the Engine, free of all Security Interests to **ANT Aviation Finance, L.L.C.** (the "Purchaser") pursuant to an aircraft sale agreement dated September 23, 2009, as amended, between the Seller and the Purchaser (the "Sale Agreement"), to have and to hold the Engine forever.

The Seller hereby warrants to the Purchaser, its successors and assigns that it had on the date hereof good and lawful right to sell, deliver and transfer good and marketable title to the Engine, free and clear of all Security Interests to the Purchaser, and that there has been conveyed to the Purchaser on the date hereof good and marketable title to the Engine, free and clear of all Security Interests and that it will warrant and defend such title forever against all claims and demands whatsoever.

Except as otherwise provided herein or in the Sale Agreement, the Engine is sold "AS IS, WHERE IS". The term "Aircraft Documents" when used in this Bill of Sale shall have the meaning given to it in the Sale Agreement. "Security Interest" means any mortgage, charge, pledge, lien or other security interest securing any obligation of any person or any other agreement or arrangement having a similar effect and any interest created pursuant to any leasing arrangement.

This Bill of Sale is governed by the laws of New York, New York, USA.

IN WITNESS whereof, the Seller has executed this Bill of Sale as of this 19 day of November 2009.

The Common Seal of

VENTANA LTD.

was hereunto affixed

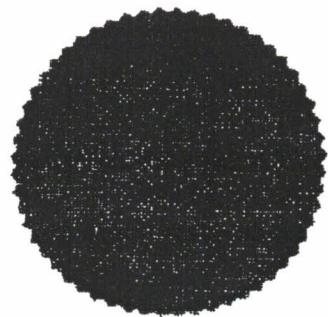
in the presence of


.....ERNEST A. MORRISON
DIRECTOR

Director

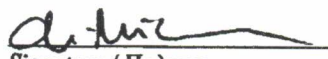

.....JONATHAN BETTS
DIRECTOR


Director/Secretary



LEASE SUPPLEMENT AND ACCEPTANCE CERTIFICATE	ДОПОЛНЕНИЕ К ДОГОВОРУ АРЕНДЫ И АКТ ПРИЕМА-ПЕРЕДАЧИ
This Lease Supplement and Acceptance Certificate relate to the Aircraft Lease Agreement (the 'Agreement') dated <u>8</u> June 2006 and made between Cramington Services Ltd. (the 'Lessor'), and Siberia Airlines (the 'Lessee') in respect of the A310-200 aircraft with manufacturer's serial number 487 and having two (2) CF6-80C2A2 Engines with serial numbers 690132 and 695218 installed thereon (as more particularly described in the Agreement as the Aircraft).	Настоящее Дополнение к Договору Аренды и Акт Приема-передачи связаны с Договором Аренды ВС (Договор) от <u>8</u> июня 2006 г. подписанным между Cramington Services Ltd. (Арендодатель) и ОАО «Авиакомпания «Сибирь» (Арендатор) в отношении воздушного судна А310-200 с серийным номером производителя 487 и двумя (2) установленными Двигателями CF6-80C2A2 с серийными номерами 690132 и 695218 (более подробно описанного в Договоре как Воздушное Судно)
Unless otherwise defined in this certificate, capitalized words and expressions used in this certificate shall have the same meanings as given to them in the Agreement.	Если иначе не указано в настоящем акте, слова и выражения, написанные в настоящем акте с большой буквы, должны иметь значение, указанное в Договоре.
1. The Aircraft has been technically accepted by us together with Aircraft Documentation on the <u>8</u> day of June 2006. Delivery took place on that date at Hannover, Germany at 12:00 hours.	1. Техническая приемка Воздушного Судна вместе с Документацией ВС осуществлена нами <u>8</u> июня 2006 г. Поставка произошла в этот день в г. Ганновер, Германия в 12 часов 00 минут.
2. We confirm that the Aircraft meets the Delivery Condition and other requirements necessary for us to technically accept it and that the Lessor has fully performed all of its obligations under the Agreement with respect to that delivery.	2. Мы подтверждаем, что Воздушное Судно отвечает Состоянию при поставке и другим требованиям, необходимым для его технической приемки, и что Арендодатель полностью выполнил все свои обязательства по Договору в отношении поставки.
3. At delivery the Aircraft had 20 980 kilos of fuel on board.	3. На момент поставки на борту Воздушного Судна находилось 20 980 кг. топлива.
4. Other statistics evidencing the condition of the Aircraft at delivery (including Flight Hours and Cycles) are attached herewith as Schedule 1.	4. Другие показатели, свидетельствующие о состоянии Воздушного Судна на момент поставки (включая налет и количество циклов) указаны в Приложении №1.
Attachment: Schedule 1 - Aircraft General Information Sheet.	Приложение №1 - Лист Общей Информации о Воздушном Судне.

For and on behalf of / От лица
Cramington Services Ltd


Signature / Подпись
Name / Имя: Christlana K. Michaelides
Title / Должность: Director
Date / Дата: 8 June, 2006


Signature / Подпись
Name / Имя: Christlana H. Avraam
Title / Должность: Director
Date / Дата: 8 June, 2006

For and on behalf of / От лица
ОАО «Авиакомпания «Сибирь»


Signature / Подпись
Name / Имя: VLADISLAV FILEV
Title / Должность: GENERAL DIRECTOR
Date / Дата: 8.06.2006



Ventana LTD.
Milner House
18 Parliament Street
Hamilton, HM12 Bermuda

December 17, 2009

Re: Two (2) CF6-80C2A2 engines bearing Manufacturer's Serial Numbers 690132
and 695218

To Whom It May Concern:

Please be advised that during the time period between May 24, 2006 and November 19, 2009, Ventana LTD. ("Owner") was the owner of the two (2) CF6-80C2A2 engines bearing Manufacturer's Serial Numbers 690132 and 695218 ("Engines"). For the time period commencing on June 8, 2006 and ending on November 19, 2009 ("Lease Term") the Engines were leased through an intermediate lessor to Siberia Airlines, an Open Joint Stock Company registered in the Russian Federation, and operating as S7 Airlines ("Operator"), who exercised operational control over Engines during the Lease Term.

Very truly,

Ventana Ltd.

By: EMA

Name: ERNEST A. MORRISON
DIRECTOR

Title: _____

JSC "Siberia Airlines"
City Ob-4, Novosibirsk Region
Russia, 633104



Date: 12th of November, 2009

STATEMENT

To whom it may concern,

Hereby Siberia (S7) Airlines certifies that Engine Model CF6-80C2A2
ESN 690-132 was operated at Thrust Rating C2A2 (52 460 Lb) since date of
delivery till the current date.

Yours faithfully,

Mark Nagorny
Head of Quality Assurance Department
Continuing Airworthiness Departments

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e-mail: info@s7.ru, www.s7.ru