

State of Idaho

Department of State

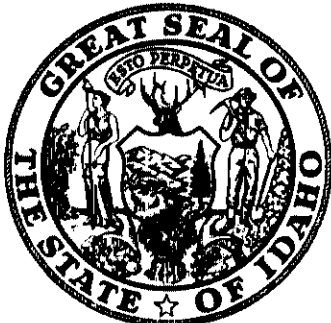
CERTIFICATE OF AUTHORITY OF

NORTHWEST AIRLINES, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of NORTHWEST AIRLINES, INC for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to NORTHWEST AIRLINES, INC. to transact business in this State under the name NORTHWEST AIRLINES, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: September 7, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By 

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is Northwest Airlines, Inc.

2. The name which it shall use in Idaho is _____

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Minnesota

4. The date of its incorporation is April 16, 1934 and the period of its duration is Perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is 2700 Lone Oak Parkway, Eagan, MN 55121

6. The address to which correspondence should be addressed, if different from that in item 5. 5101 Northwest Drive, St. Paul, MN 55111-3034

7. The street address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is CT CORPORATION SYSTEM

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
Air transportation of passengers and cargo

9. The names and respective addresses of its directors and officers are:

| Name | Office | Address |
|-------------------|--------|---------|
| SEE ATTACHED LIST | | |
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| Name | Office | Address |
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- 10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.
- 11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.


Dated: August 6, 1993

Northwest Airlines, Inc.
 (Corporation Name)
 By *Douglas M. Steenland*
 Its President / Vice President (please specify)
Douglas M. Steenland, Vice President
 and *Dorian Samskar Jordan*
 Its Secretary / Assistant Secretary (please specify)
Dorian Samskar Jordan, Asst. Secy.

STATE OF Minnesota)
) ss:
 COUNTY OF Dakota)

I, Patricia A. Indihar, a notary public, do hereby certify that on
 this 6th day of August, 19 93, personally appeared before
 me Douglas M. Steenland*
Dorian Samskar Jordan, who being by me first duly sworn, declared that (s)he
 is the *Vice President Deputy Gen.Counsel & Secretary
Sr.Corp.Counsel & Asst.Secretary of Northwest Airlines, Inc.

that (s)he signed the foregoing document as officers of the corporation and that
 the statements therein contained are true.

 **PATRICIA A. INDIHAR**
 NOTARY PUBLIC-MINNESOTA
 DAKOTA COUNTY
 My Commission Expires 2-14-99

Patricia A. Indihar
 Notary Public

NORTHWEST AIRLINES, INC.
5101 Northwest Drive
St. Paul, Minnesota 55111-3034
Officers
as of 7/18/93

| <u>NAME</u> | <u>TITLE</u> |
|-------------------|---------------------------------------|
| Alfred A. Checchi | Co-chairman of the Board |
| Gary L. Wilson | Co-chairman of the Board |
| John H. Dasburg | President and Chief Executive Officer |

EXECUTIVE VICE PRESIDENTS

| | |
|---------------------|--|
| Michael B. Levine | Executive Vice President-Marketing |
| William D. Slattery | Executive Vice President-International |

SENIOR VICE PRESIDENTS

| | |
|------------------------|---|
| Donald A. Washburn | Sr. Vice President |
| Christopher E. Clouser | Sr. Vice President-Corporate Communications, Advertising, Human Resources and Quality |
| Mickey P. Foret | Sr. Vice President-Planning and Finance |
| Joseph E. Francht, Jr. | Sr. Vice President-Finance and Treasurer |
| J. Timothy Griffin | Sr. Vice President-Market Planning and and Development |
| Richard B. Hirst | Sr. Vice President and General Counsel |
| John S. Kern | Sr. Vice President-Operations and Chief Safety Officer |
| Barry A. Kotar | Sr. Vice President-Sales and Chief Information Officer |

VICE PRESIDENTS

| | |
|----------------------------|---|
| Mark E. Abels | Vice President-Corporate Communications |
| Hector B. Adler | Vice President-Inflight Services |
| Richard H. Anderson | Vice President and Deputy General Counsel |
| Fay P. Beauchine | Vice President-Reservations Sales and Services |
| Malcolm J. Bromham | Vice President-Atlantic Region |
| Thomas B. Devine | Vice President-Maintenance and Engineering- ATL Base |
| Christopher Doan | Vice President-Technical Operations |
| Terry M. Erskine | Vice President-Labor Relations |
| David A. Fielding | Vice President-Product Development |
| Harry L. Gregory | Vice President-Component Maintenance Operations |
| James M. Greenwald | Vice President-Facilities Design and Construction |
| Philip C. Haan | Vice President-Inventory Sales and Systems |
| Kathleen J. Higgins Victor | Vice President-Human Resources |

NORTHWEST AIRLINES, INC.

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as of 7/18/93

**Myles R. Itkin
John O. Klinkenberg
Kenneth S. Levinson**

**Sally L. Macut
Louis J. Mancini**

Ruthie M. McKee

David G. Mishkin

**Jun Mokudai
Mark W. Osterberg
Robert A. Page
W. Douglas Parker**

Ronald C. Roberts

Glen E. Rothe

**Ronald James Scott
Elliott M. Seiden**

Douglas M. Steenland

John W. Temple

Kathy A. Thompson

VICE PRESIDENTS - Cont'd

**Vice President-Finance
Vice President-Audit and Security
Vice President-Tax, Risk Management and Insurance
Vice President-Operations Control
Vice President-Engineering and Quality Assurance
Vice President-Customer Service, Ground Operations
Vice President-International and Regulatory Affairs
Vice President-Marketing and Sales, Japan
Vice President and Chief Accounting Officer
Vice President-Corporate Purchasing
Vice President-Financial Planning and Analysis
Vice President-Aircraft Maintenance Operations
Vice President-Applications, Development and Planning-Information Services
Vice President-Pacific Division
Vice President-Law and Government Affairs
Vice President Deputy General Counsel and Secretary
Vice President-Corporate and National Agency Sales
Vice President-Customer Service, Pacific Region**

REGIONAL VICE PRESIDENTS

**Mary J. Barker
Robert D. Ronning
Theodore E. Sartoian
Alfred J. Smith III (Jack)**

**Regional Vice President-Customer Service, Ground Operations/Central
Regional Vice President-Customer Service, Ground Operations/West
Regional Vice President-Customer Service, Ground Operations/East
Regional Vice President-Customer Service, Ground Operations/South**

ASSISTANT OFFICERS

**Douglas B. Hultberg
Dorian Samskar Jordan**

**Assistant Treasurer
Assistant Secretary**

NORTHWEST AIRLINES, INC.
BOARD OF DIRECTORS

July 1993

Shervar Aziz

Dillon Read and Company, Inc.
President
535 Madison Avenue
12th Floor
New York, New York 10022

Richard C. Blum

Richard C. Blum & Associates-
NWA Partners, L.P.
President and Chairman
909 Montgomery Street #400
San Francisco, California 94133

Pieter Bole

KLM Royal Dutch Airlines
President
Amsterdamsweg 55
1182 GP Amstelveen
The Netherlands

Alfred A. Checchi

NWA Inc.
Co-chairman
5101 Northwest Drive
St. Paul, Minnesota 55111-3034

John N. Desburn

NWA Inc.
President and CEO
5101 Northwest Drive
St. Paul, Minnesota 55111-3034

Thomas L. Kempner

Loeb Partners Corporation
Chairman and CEO
61 Broadway, 24th Floor
New York, New York 10006

Melvin R. Laird

Senior Counsellor
National & Int'l Affairs
The Reader's Digest Association, Inc.
1730 Rhode Island Avenue
Suite 212
Washington, D.C. 20036

Frederic V. Malek

Thayer Capital Partners
901 - 15th Street, N.W.
Suite 300
Washington, D.C. 20005

NORTHWEST AIRLINES, INC.
BOARD OF DIRECTORS

-2-

Walter F. Mondale

Dorsey & Whitney
Pillsbury Center
220 South Sixth Street
19th Floor
Minneapolis, Minnesota 55402

V. A. Ravindran

Paracor Finance Inc.
President
535 Madison Avenue
17th Floor
New York, NY 10022

Leo M. van Vliet

KLM Royal Dutch Airlines
Managing Director
Amsterdamsweg 55
1182 GP Amstelveen
The Netherlands

George J. Voita

Bankers Trust Company
Vice Chairman of the Board
1 BT Plaza
130 Liberty Street
New York, New York 10006

Gary L. Wilson

NWA Inc.
Co-chairman
5101 Northwest Drive
St. Paul, MN 55111-3034

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State of Minnesota

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SECRETARY OF STATE

Certificate of Good Standing

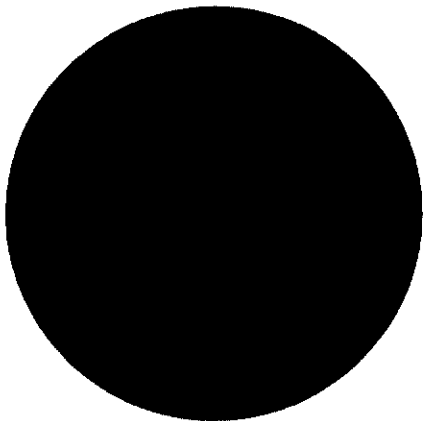
I, Joan Anderson Grove, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the corporation is governed by the chapter of Minnesota Statutes listed below; and that this corporation is authorized to do business as a corporation at the time this certificate is issued.

Name: Northwest Airlines, Inc.

Date Formed: 04/16/1934

Chapter Governed By: 302A

This certificate has been issued on 09/01/93.



Joan Anderson Grove
Secretary of State.