AIR CESS

APPENDIX B

CERTIFICATE OF ACCEPTANCE

(Buyer Letterhead)

To : CAPISTRANO S.A.

dated (30th November) 1995

This certificate of Acceptance is executed and delivered pursuant to of an Agreement for Sale dated (6th December) 1995 (the "Aircraft Sale Agreement") between (1) AiR CESS (the "Buyer") and (2) CAPISTRANO S.A. (the "Seller").

Words and expressions defined in the Agreement for Sale shall, except where the context otherwise requires, have the same respective meanings when used in this Certificate of Acceptance.

The Buyer hereby confirms that :

(a) on the date hereof the Aircraft more particularly described in the annex hereto (hereinafter referred to as the "Aircraft") was delivered to and accepted by the Buyer ; and

(b) it has inspected the Aircraft including the Airframe, the Engines and the Manual and Technical Records to its satisfaction and has found the Aircraft airworthy, in good working order and repair, in compliance with specifications and without defect or inherent viod in title, condition, design, operation or fitness for use and free and clear of all liens created by the Seller or encumbrances, and generally statisfactory in accordance with the Agreement for Sale ;

for and on behalf of
the Buyer

By : Ronald de Smet

Title : General Manager

Registered office: P.O.Box: 2116, 1000 Monrovia, 10, Liberia West Africa
Representative office: c/o TAN Group N.V.
P.O. 37, Office 50, Ostend Airport Belgium 8400. Tel (3259) 551459 Fax (3259) 516
SITA BRUTLCR

Capistrano S.A.

Road Town, P.O. Box 3161
Tortola
British Virgin Islands

BILL OF SALE

Capistrano S.A. known as the legal owner of :

Boeing : 707-302C
Serial number : 19579

For one dollar and other valuable consideration, the above specified aircraft has been sold, and title shall pass free and clear of liens and encumberances to :

N.V. Air Cess
P.O. Box 2116
1000 Monrovia
Liberia

Roeland P. Pels

Tel. : (1 809) 49 44 692