

10-23-2000

COVER SHEET ONLY



Tab settings

To the Honorable Commission

101494130

and the attached original documents or copy thereof.

1. Name of conveying party(ies):

FINNAIR OY

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State FINLAND, Other

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)

Name: FINNAIR OYJ

Internal Address:

Street Address: TIETOTIE 11A

City Helsinki Airport State: Finland ZIP:

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State FINLAND, Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment, Merger, Security Agreement, Change of Name, Other

Execution Date: September 25, 1997

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,624,090 2,150,686

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Oliver Edwards

Internal Address: Holland & Knight LLP

Street Address: 195 Broadway

City: NY State: NY ZIP: 10007

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41): \$65.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

10/20/2000 DBYRNE 00000127 1624090

DO NOT USE THIS SPACE

FC:481 40.00 DP FC:482 25.00 DP

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Oliver Edwards

Name of Person Signing

Signature

Signature

8/24/00

Date

Total number of pages including cover sheet, attachments, and document: 18

Mail documents to be recorded with required cover sheet information to: Commissioner of Patents & Trademarks, Box Assignments



EXTRACT FROM TRADE REGISTER

Name of Company:  
Finnair Oyj

Trade register No.: 49.536  
Registration date: December 11, 1923  
Processing office: National Board for Patents and Registration / 2nd registry office  
Arkadiankatu 6 A  
00100 Helsinki, tel. 09-6939 5979  
Domicile: Helsinki  
Contents of extract: The entries valid on May 26, 2000.

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Particulars about the registered entry:

Diary No.	Entry No.	Entered on	Announced in Gazette No.
2000/035074	142	May 26, 2000	21/00

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Register entries:

POSTAL ADDRESS (Entered March 1, 2000)  
Tietotie 11 A, 01053 Finnair.  
PL 15, 01053 Finnair.

CORPORATE NAME (Entered Sept. 25, 1997)  
Finnair Oyj.

BUSINESS (Entered March 18, 1982)  
Business: The business of the Company is to operate an airline by transporting passengers, cargo and mail, to sell, lease and repair aircraft and their parts and supplies, to carry on hotel, forwarding, travel agency and other operations connected with airline operations.

TRADEMARK (Entered Nov. 7, 1985)  
Interhotel.

TRADEMARK BUSINESS (Entered Nov. 7, 1985)  
The Company uses the trademark for carrying on hotel business.

TRADEMARK (Entered Nov. 7, 1985)  
Atrain.

TRADEMARK BUSINESS (Entered Nov. 7, 1985)  
The Company uses the trademark for selling and leasing tourism-serving information technology and related equipment.

TRADEMARK (Entered Oct. 9, 1996)  
Aero.

TRADEMARK BUSINESS (Entered Oct. 9, 1996)  
Leasing and repairing jet aircraft, and selling, leasing and repairing jet aircraft, their parts and supplies.

TRADEMARK (Entered Oct. 9, 1996)  
Finnaviation.

TRADEMARK BUSINESS (Entered Oct. 9, 1996)  
Operating a domestic air service by transporting passengers, cargo and mail.

TRADEMARK (Entered Oct. 22, 1996)  
Karair.

TRADEMARK BUSINESS (Entered Oct. 22, 1996)  
Operating an international air service by transporting passengers, cargo and mail in commercial and charter flight traffic.

TRADEMARK (Entered Jan. 10, 1997)  
Finnair Prop.

TRADEMARK BUSINESS (Entered Jan. 10, 1997)  
The business is to manage the servicing of Finnair Oyj's propeller aircraft, similar aircraft of co-operation partners and general aviation aircraft, and to maintain the necessary general aviation agencies.

DOMICILE (Entered Dec. 11, 1923)  
Helsinki.

FINANCIAL YEAR (Entered Oct. 6, 1998)  
The Company's financial year annually begins on April 1 and ends on March 31.

AMENDMENT OF THE ARTICLES OF ASSOCIATION (Entered Sept. 25, 1997)  
The Company's Articles of Association were amended on August 21, 1997.

BOOK-ENTRY SECURITIES SYSTEM (Entered April 21, 1993)  
The Company's shares belong to the book-entry securities system from June 11, 1993.

**CAPITAL STOCK (Entered Dec. 22, 1998)**

In addition to the previously registered raises totalling 35,241,120.00 marks, the capital stock was raised by 1,725,225.00 marks between Aug. 1 and Oct. 30, 1998, by a conversion of the bonds of the convertible bond loan taken on Dec. 20, 1991.

In addition to the previously registered raises totalling 26,529,818.00 marks, the capital stock was raised by 13,550.00 marks between Aug. 1 and Oct. 30, 1998, by a conversion of the bonds of the convertible bond loan taken on Feb. 18, 1994.

Capital stock: 423,695,490.00 marks, fully paid up.

Shares: 84,739,098 shares of 5 marks each.

Capital stock calculated ex officio on February 17, 1999: EUR 71,260,465.91.

**MINIMUM AND MAXIMUM CAPITAL STOCK (Entered Nov. 16, 1994)**

Minimum capital stock: 300,000,000.00 marks.

Maximum capital stock: 1,200,000,000.00 marks.

**LOAN (Entered Dec. 22, 1998)**

On Feb. 18, 1994, the Company decided to take a convertible bond loan. The amount of the subscribed loan is 230,000,000.00 marks. By a conversion of the bonds the capital stock of the Company may be raised by a maximum of 31,165,000.00 marks. The bond conversion period begins on May 2, 1994, and ends 14 days before the expiration of the loan term. The annual conversion periods are Jan. 1 – 31 and April 1 – Dec. 31. Through bond conversions the capital stock was raised by a total of 26,543,368.00 marks by December 22, 1998.

**SUPERVISORY BOARD (Entered March 1, 2000)**

Chairman:

190448-077B Hyvärinen Markku Olavi

Members:

090546-026J Backas Riitta Liisa

110543-477L Björklund Felix

220344-0951 Heinström Peter Antero

280846-571T Kankare Matti Juhani

100949-042P Kautto Tarja Helena

110150-1399 Korkeaaja Juha Sakari

270442-093F Koskenniemi Markku Kullervo

161043-009S Leskinen Jouko Kalevi

181160-113L Perttula Pekka Juhani

190459-0809 Pietikäinen Sirpa Maria

281246-6065 Puisto Virpa Terhikka

131147-463A Ranta Jussi Yrjö Kalevi

191040-461H Salolainen Pertti Edvard

160150-112M Suhola Aino Kyllikki

300555-069T Sund Ralf Antero

270944-457S Viinanen Iiro Tahvo Juhani

BOARD OF DIRECTORS (Entered May 26, 2000)

Chairman:

060137-113V Holkeri Harri Hermann

Members:

150539-1055 Ehmrooth Johan Robert Göran  
030952-153J Haapasalo Samuli Hannu Antero  
271245-093P Heiniö Ari Akilles  
260338-053P Hertto Raimo Ilmari  
040548-489S Härkönen Seppo Juhani  
151139-457B Ihamuotila Jaakko Veikko Artturi  
110448-5426 Terho Aino Helena

OTHER MANAGEMENT (Entered Jan. 29, 1999)

President:

030945-057M Suila Keijo Jaakko Kalervo

AUDITORS (Entered Oct. 6, 1998)

Auditors:

250541-031R Mäki-Ranta Erkki Johannes  
301244-469H Nikula Pekka Antero

Deputy auditors:

080938-1258 Haataja Tauno Rikhard  
260651-2273 Heikkinen Jorma Tapani

STATUTORY REPRESENTATION (Entered Sept. 25, 1997)

By virtue of the Companies Act, the Company is signed for by the Board of Directors.

SIGNING FOR THE COMPANY (Entered June 10, 1987)

The Company is singly signed for by the President and the Chairman of the Board of Directors, and jointly by two members of the Board of Directors.

AUTHORIZATIONS TO SIGN FOR THE COMPANY (Entered March 1, 2000)

200243-0175 Ahola Eero Antero  
040745-1312 Annala Mauri Erkki Sakari  
070348-135N Arle Georg Harri Henrik  
150947-601E Eloranta Jorma Tapio  
280240-4694 Malen Jouko Harald  
130847-5656 Palatsi Tero Sakari  
140162-0116 Pentti Petri Heikki  
140559-077S Perho Mika Isto Kalevi  
030945-057M Suila Keijo Jaakko Kalervo

Those so authorized each sign for the Company jointly with another person so authorized or with a member of the Board of Directors.

PROCURATIONS (Entered May 26, 2000)

160243-461W Ekblom Kristian Jorma  
260660-101B Fredén Lasse Markus  
190344-512J Grönholm Helena Kristiina  
081059-1819 Haglund Christer Bjarne  
011142-103N Hakola Pekka Tapani  
210347-5616 Hautanen Aimo Rafael  
300762-106D Hurme Kirsi Aulikki  
121156-110L Johansson-Vaittinen Soili Päivikki  
250351-087H Juhola Ilpo Tapani  
200644-461Y Jussila Pekka Kullervo  
151149-255D Kataja Hannu Tapani  
020749-224T Koskela Anja Kaarina  
260750-097E Kostermä Jyri Petteri  
050156-159L Kuosmanen Juha Pekka  
030244-1613 Laine Erkki Tapani  
040450-1429 Mäkelä Mervi Siiri Maria  
070544-1336 Niemi Jorma Arvo Ilmari  
110254-023C Näräkkä Jukka Tuomas  
041047-5694 Oksanen Martti Tapio  
230945-1651 Palomäki Kari Rauni Juhani  
290442-0092 Raevuori Seppo Juhani  
241049-115W Rahko Jukka Tapio  
210371-127C Sarelius Sami Kalle August  
040948-1513 Soveri Kai Mikael  
050468-2258 Stirrkinen Mika Lauri Ilmari  
161255-105K Sundberg Hannu Peter Anders  
171055-031Y Timisjärvi Teuvo Sakari  
060854-114X Toivonen Lia Maritta Ingeborg  
110752-137K Turtiainen Paavo Matti Olavi  
060348-593T Vainikka Matti Olavi  
130950-031J Vilenius Jarmo Ilari  
081243-4714 Välimäki Pekka Juhani  
310745-501D Väre Pertti Erkki

The procuration holders sign for the Company jointly with another procuration holder or with a member of the Board of Directors or with another person authorized to sign for the Company.

NOTIFICATION (Entered Jan. 17, 1964)

A pension foundation named **Aero O/Y:n ja Oy Arean Eläkesäätiö s.r.** and entered in the pension foundation register on Dec. 31, 1963, is affiliated to the corporation. Notification by the Central Pension Security Institute by letter on Jan. 3, 1964.

PERSONAL DATA

200243-0175 Ahola Eero Antero, Finnish citizen, Laivasillankatu 10 A 2, 00140 Helsinki  
040745-1312 Annala Mauri Erkki Sakari, Finnish citizen, Laivasillankatu 14 A 14, 00140 Helsinki  
070348-135N Arle Georg Harri Henrik, Finnish citizen, Degerön kartano as. 1, 00840 Helsinki

- 090546-026J Backas, Riitta Liisa, Finnish citizen, Mechelininkatu 10 A 8, 00100 Helsinki
- 110543-477L Björklund Felix, Finnish citizen, Suokalliontie 21, 01120 Västerskog
- 150539-1055 Ehrnrooth Johan Robert Göran, Finnish citizen, Eteläranta 6 A 6, 00130 Helsinki
- 160243-461W Ekblom Kristian Jorma, Finnish citizen, Kiekontie 4, 04320 Tuusula
- 150947-601E Eloranta Jorma Tapio, Finnish citizen, Tontunmäentie 30 M, 02200 Espoo
- 260660-101B Fredén Lasse Markus, Finnish citizen, Hiekkajaalanranta 5 D 58, 00980 Helsinki
- 190344-512J Grönholm Helena Kristiina, Finnish citizen, Lehdesniityntie 3 J 166, 00340 Helsinki
- 030952-153J Haapasalo Samuli Hannu Antero, Finnish citizen, Muurarintie 13, 04200 Kerava
- 080938-1258 Haataja Tauno Rikhard, Finnish citizen, Seljamäki 8 as 1, 02770 Espoo
- 081059-1819 Haglund Christer Bjarne, Finnish citizen, Ruonasalmentie 10B B 1, 00830 Helsinki
- 011142-103N Hakola Pekka Tapani, Finnish citizen, Hellintie 4, 00750 Helsinki
- 210347-5616 Hautanen Aimo Rafael, Finnish citizen, Notkotie 37, 00700 Helsinki
- 260651-2273 Heikkinen Jorma Tapani, Finnish citizen, Särkitie 6, 01490 Vantaa
- 271245-093P Heiniö Ari Akilles, Finnish citizen, Rikhard Nymanin tie 14, 00370 Helsinki
- 220344-0951 Heinström Peter Antero, Finnish citizen, Ilveskuja 13, 10620 Högbäcka
- 260338-053P Hertto Raimo Ilmari, Finnish citizen, Pohjoinen Hesperiankatu 5 A 5, 00260 Helsinki
- 060137-113V Holkeri Harri Hermanni, Finnish citizen, Pohjoisranta 8 B 42, 00170 Helsinki
- 300762-106D Hurme Kirsi Aulikki, Finnish citizen, Kytöpolku 25 A 1, 00740 Helsinki
- 190448-077B Hyvärinen Markku Olavi, Finnish citizen, Välskärinkatu 7 A 7, 00260 Helsinki
- 040548-489S Härkönen Seppo Juhani, Finnish citizen, Snellmaninkatu 27 D 23, 00170 Helsinki
- 151139-457B Ihamuotila Jaakko Veikko Artturi, Finnish citizen, Väinö Aaltosen tie 5, 00570 Helsinki
- 121156-110L Johansson-Vaittinen Soili Päivikki, Finnish citizen, Koivikkotie 11-13 B 3, 01620 Vantaa
- 250351-087H Juhola Iipo Tapani, Finnish citizen, Huvilakatu 10 as. 4, 05800 Hyvinkää
- 200644-461Y Jussila Pekka Kullervo, Finnish citizen, Rajametsäntie 3, 00620 Helsinki
- 280846-571T Kankare Matti Juhani, Finnish citizen, Sammalkallionkuja 2 B 25, 02210 Espoo
- 151149-255D Kataja Hannu Tapani, Finnish citizen, Vaahtokuja 5 D 43, 01600 Vantaa
- 100949-042P Kautto Tarja Helena, Finnish citizen, Katajatie 8, 01400 Vantaa
- 110150-1399 Korkeaaja Juha Sakari, Finnish citizen, Kullaantie 739, 32860 Korkeaaja
- 020749-224T Koskela Anja Kaarina, Finnish citizen, Vanhaistentie 14 R 177, 00420 Helsinki
- 270442-093F Koskenniemi Markku Kullervo, Finnish citizen, Vilusentie 59, 33700 Tampere
- 260750-097E Kostermaa Jyri Petteri, Finnish citizen, Korkeavuorenkatu 6 A 7, 00150 Helsinki

- 050156-159L Kuosmanen Juha Pekka, Finnish citizen, Himalajantie 18a, 01390 Vantaa  
030244-1613 Laine Erkki Tapani, Finnish citizen, Alamäki 2 F 22, 02760 Espoo  
161043-009S Leskinen Jouko Kalevi, Finnish citizen, Hietaniemenkuja 5 A 1, 02160  
Espoo  
280240-4694 Malen Jouko Harald, Finnish citizen, Lepolantie 53 A 1, 00660 Helsinki  
040450-1429 Mäkelä Mervi Siiri Maria, Finnish citizen, Visamäki 3 A 7, 02130 Espoo  
250541-031R Mäki-Ranta Erkki Johannes, Finnish citizen, Kaskilaaksontie 4 B 37, 02360  
Espoo  
070544-1336 Niemi Jorma Arvo Ilmari, Finnish citizen, Metsikkötie 15 D, 01620 Vantaa  
301244-469H Nikula Pekka Antero, Finnish citizen, Nyyrikintie 22, 02100 Espoo  
110254-023C Näräkkä Jukka Tuomas, Finnish citizen, Iirislahdentie 34 I 2, 02230 Espoo  
041047-5694 Oksanen Martti Tapio, Finnish citizen, Hiirenkorvankuja 10 A, 02130  
Espoo  
130847-5656 Palatsi Tero Sakari, Finnish citizen, Mellstenintie 11 A 9, 02170 Espoo  
230945-1651 Palomäki Kari Rauni Juhani, Finnish citizen, Korsitie 1 F 33, 00730  
Helsinki  
140162-0116 Pentti Petri Heikki, Finnish citizen, Kunnallisneuvoksentie 16 B, 00930  
Helsinki  
140559-077S Perho Mika Isto Kalevi, Finnish citizen, Rantakartanontie 8 L 238, 00910  
Helsinki  
181160-113L Perttula Pekka Juhani, Finnish citizen, Brobackantie 9 as 6, 02400  
Kirkkonummi  
190459-0809 Pietikäinen Sirpa Maria, Finnish citizen, Kylänmäki 9, 13210 Hämeenlinna  
281246-6065 Puisto Virpa Terhikka, Finnish citizen, Mullintie 4 A 30, 20300 Turku  
290442-0092 Raevuori Seppo Juhani, Finnish citizen, Liinasaarentie 6, 02160 Espoo  
241049-115W Rahko Jukka Tapio, Finnish citizen, Tilhitie 3 A, 00730 Helsinki  
131147-463A Ranta Jussi Yrjö Kalevi, Finnish citizen, Rietinkatu 5 A 1, 53100  
Lappeenranta  
191040-461H Salolainen Pertti Edvard, Finnish citizen, Aurorankatu 17 A 7, 00100  
Helsinki  
210371-127C Sarelius Sami Kalle August, Finnish citizen, Maininkitie 21 A 15, 02320  
Espoo  
040948-1513 Soveri Kai Mikael, Finnish citizen, Talkootie 15 A 2, 00660 Helsinki  
050468-2258 Stirkkinen Mika Lauri Ilmari, Finnish citizen, Jääkärintie 3 A 8, 00150  
Helsinki  
160150-112M Suhola Aino Kyllikki, Finnish citizen, Kelkkamäki, 41400 Lievestuore  
030945-057M Suila Keijo Jaakko Kalervo, Finnish citizen, Kuusiniementie 23 A, 00340  
Helsinki  
300555-069T Sund Ralf Antero, Finnish citizen, Väinö Auerin katu 7 F 71, 00560  
Helsinki  
161255-105K Sundberg Hannu Peter Anders, Finnish citizen, Alitilantie 18 A, 01800  
Klaukkala  
110448-5426 Terho Aino Helena, Finnish citizen, Perustie 32 A 3, 00330 Helsinki  
171055-031Y Timisjärvi Teuvo Sakari, Finnish citizen, Hannankatu 24 A, 03100  
Nummela  
060854-114X Toivonen Lia Maritta Ingeborg, Finnish citizen, Rakovalkeantie 21 K,  
00670 Helsinki



110752-137K Turtiainen Paavo Matti Olavi, Finnish citizen, Lainlukijantie 16, 00690  
Helsinki  
060348-593T Vainikka Matti Olavi, Finnish citizen, Keltamotie 10 B 4, 01300 Vantaa  
270944-457S Viinanen Iiro Tahvo Juhani, Finnish citizen, Merikannontie 7 A 13, 00260  
Helsinki  
130950-031J Vilenius Jarmo Ilari, Finnish citizen, Vuorilehdonkuja 4 J 4, 01200 Vantaa  
081243-4714 Välimäki Pekka Juhani, Finnish citizen, Leivosentie 17 B, 00780 Helsinki  
310745-501D Väre Pertti Erkki, Finnish citizen, Mannerheimintie 56 E 42, 00260  
Helsinki

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History of corporate name:

Sept. 25, 1997 – Finnair Oyj  
Dec. 13, 1968 – Sept. 24, 1997 Finnair Oy  
June 23, 1939 – Dec. 12, 1968 Aero O/Y  
Dec. 11, 1923 – June 22, 1939 Aero Osakeyhtiö

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The data were mechanically printed out from the trade register system.  
As printed on the stationery of National Board for Patents and Registration this document  
is original without signature.

For trueness of translation:

Helsinki, June 22, 2000,



Certified by  
the Finnish Ministry of Education

## APOSTILLE

(Convention de La Haye du 5 octobre 1961)

1. Maa: Suomi

Tämän yleisen asiakirjan:

2. on allekirjoittanut: Anja Aaltonen

3. toimiessaan: virallisena kääntäjänä

4. Siinä oleva sinetti/leima on virallisen kielenkääntäjän

Todistetaan

5. Vantaa

6. 27 päivänä kesäkuuta 2000

7. Ismo Räty, julkinen notaari

8. No 226

9. Sinetti/leima:



10. Allekirjoitus:



**TRADEMARK**  
**REEL: 002158 FRAME: 0795**



Translation from Finnish

NATIONAL BOARD FOR PATENTS AND REGISTRATION  
Trade Register System

Page 1  
Sept. 25, 1997  
Register No. 49.536

ARTICLES OF ASSOCIATION

Register No.: 49.536

Company: Finnair Oyj

Processing office: NBPR / 2nd register office  
Arkadiankatu 6 A  
00100 Helsinki, tel. 09-6939 5979

Contents of copy:

Copy of the Articles of Association in force on September 25, 1997

Validity September 25, 1997 –

The data were mechanically printed out from the trade register system.  
This document is original without signature as printed on the stationery of National Board for Patents and Registration.

TRADEMARK  
REEL: 002158 FRAME: 0796

## ARTICLES OF ASSOCIATION OF FINNAIR OYJ

## Article 1.

The name of the Corporation is Finnair Oyj, and its domicile is Helsinki.

## Article 2.

The business of the Corporation is to operate an airline by transporting passengers, cargo and mail, to sell, lease and repair aircraft and their parts and supplies, to carry on hotel, forwarding, travel agency and other operations connected with airline operations.

## Article 3.

The minimum capital stock of the Corporation is three hundred million (300,000,000) marks and the maximum capital stock twelve hundred million (1,200,000,000) marks. The nominal value of the shares is five (5) marks.

## Article 4.

The administrative bodies of the Corporation are the Supervisory Board, the Board of Directors, and the President. The Supervisory Board consists of not less than twelve (12) and not more than eighteen (18) members, subject to the resolution of the stockholders' meeting.

The Board of Directors consists of the Chairman and of not less than four (4) and not more than eight (8) other members. The Chairman of the Supervisory Board has the right to attend the meetings of the Board of Directors and has liberty of speech there.

## Article 5.

The members of the Supervisory Board are elected at the annual stockholders' meeting for a term of three years at a time. At such election regard shall be paid to the division of the capital stock of the Corporation. One-third of the members of the Supervisory Board shall resign each year. Those who shall resign the first and the second year are chosen by lot, whereafter the members resign in the order of the election dates. If a member of the Supervisory Board resigns before the expiration of his term, the next stockholders' meeting elects a new member in his place for the remaining part of the term. The beginning and expiration of a term is counted from the annual stockholders' meeting.

The Supervisory Board elects one of its members Chairman and one Deputy Chairman. The Chairman and the members of the Board of Directors are elected annually by the Supervisory Board before the end of March for three years at a time. The term is determined by the fiscal year. The Board of Directors elects one of its members Deputy Chairman.

## Article 6.

A quorum is constituted at a meeting of the Supervisory Board and the Board of Directors if more than half of the members are present.

## Article 7.

It is the duty of the Supervisory Board:

- (1) to see to it that the operations of the Corporation are managed according to sound business principles and with due attention to profitability, as well as in conformance with the provisions of these Articles of Association and with the resolutions of the stockholders' meetings;
- (2) to determine the number of the members of the Board of Directors, to elect the Chairman and the members of the Board of Directors, and to determine their remuneration;
- (3) to appoint and dismiss the President and to determine his salary;
- (4) to decide on the convocation of the stockholders' meeting; and
- (5) to submit a report to the annual stockholders' meeting on the final accounts and the auditors' report.

It is also the duty of the Supervisory Board to advise the Board of Directors in matters which have far-reaching consequences or are important as questions of principle, such as a major expansion or reduction of the Corporation's operations, financially significant investments and other essential changes in the operations of the Corporation.

## Article 8.

It is the duty of the Board of Directors:

- (1) to answer for the management of the operations of the Corporation according to sound business principles and with due attention to profitability;
- (2) to attend to such administrative matters as have not been assigned to the Supervisory Board or entrusted to the President;
- (3) to determine the amount of the short-term credit which the President is entitled to take and to decide on long-term borrowing;
- (4) to appoint and dismiss those executive officers of the Corporation whose appointment and dismissal has not been assigned to the Supervisory Board, and to determine their remuneration; and
- (5) to confer and cancel procuration to sign for the Corporation.

## Article 9.

It is the duty of the President:

- (1) to manage the operations of the Corporation and to attend to its routine affairs;
- (2) to see to the execution of the resolutions adopted by the stockholders' meetings, the Supervisory Board and the Board of Directors.

## Article 10.

The Corporation is singly signed for by the Chairman of the Board of Directors and by the President, jointly by two members of the Board of Directors, and by the persons whom the Board of Directors has authorized to sign for the Corporation jointly with a member of the Board of Directors or with another person authorized to sign for the Corporation. The Board of Directors decides on the procurations of the Corporation.

Article 11.

The accounts of the Corporation are closed annually on March 31, and the final accounts shall be submitted to the auditors before June 30.

Article 12.

The annual stockholders' meeting elects not less than two (2) and not more than four (4) auditors and their two (2) deputies, to audit the accounts and administration of the Corporation. At least one of the auditors and his deputy shall be auditors chartered by the Central Chamber of Commerce or an auditing agency. The auditors' report shall be submitted before July 15. The term of the auditors expires at the closing of the first annual stockholders' meeting following the election.

Article 13.

The Corporation has a reserve fund.

Article 14.

Any notice convening a stockholders' meeting shall be delivered to the stockholders not earlier than four weeks and not later than two weeks before the date of the meeting, by a notice in the Official Gazette and at least two daily papers published in the capital city. Other notices to the stockholders are delivered in a similar manner.

Article 15.

The annual stockholders' meeting is held each year at the latest in the month of August. In order to be entitled to attend the annual meeting a stockholder must register for it beforehand at the place and at the latest on the date mentioned in the convocation. The last registration day may be five days before the meeting at the earliest.

Article 16.

An annual stockholders' meeting shall observe the following agenda:

- (1) the meeting is opened;
- (2) a Chairman is elected for the meeting; the Chairman invites a secretary to keep the minutes;
- (3) the lawfulness of the meeting and the presence of a quorum are verified;
- (4) an examiner of the minutes is elected;
- (5) a list is prepared of the stockholders, agents and assistants present, and the number of shares held by each stockholder is entered on it;
- (6) the final accounts and the annual report of the Corporation are presented;
- (7) the auditors' report is presented;
- (8) the report of the Supervisory Board on the final accounts and on the auditors' report is presented;
- (9) a resolution is passed on the approval of the profit and loss account and the balance sheet of the Corporation;
- (10) a resolution is passed on any action that the profit or loss shown by the approved balance sheet may call for, and on the payment date of a dividend, if it is resolved that a dividend is to be paid;
- (11) a resolution is passed on the discharge from liability of the Supervisory Board members, of the members of the Board of Directors, and of the President;

- (12) the number of the Supervisory Board members and the number of auditors are resolved on, and their remuneration is determined;
- (13) the members of the Supervisory Board are elected;
- (14) the auditors and their deputies are elected;
- (15) any matters eventually submitted to the meeting by the stockholders by virtue of Article 9, paragraph 7 of the Companies Act are discussed; and
- (16) other matters mentioned in the convocation are discussed.

Article 17.

After the registration date determined by the Board of Directors the shares of the Corporation belong to the book-entry securities system. After the registration date, only

- (1) a party who is entered as a stockholder in the stockholder register on the record date;
- (2) a party whose right to such payment is registered in the stockholder register on the record date; and
- (3) in case of nominee registration, a party in whose book-entry account the share is registered on the record date, provided that the custodian of the party's shares is registered as their custodian in the stockholder register on the record date,

will be entitled to receive funds payable by the Corporation or to subscribe for stock whenever the capital stock is increased.

For trueness of translation:

Helsinki, November 21, 1997



Certified by the Finnish Ministry of Education



# APOSTILLE

(Convention de La Haye du 5 octobre 1961)

1. Maa: Suomi  
Land: Finland

Tämän yleisen asiakirjan:  
Denna allmänna handling:

2. on allekirjoittanut  
är undertecknad av

Anja Aaltonen

3. toimiessaan  
i egenskap av

virallisena kääntäjänä

4. Siinä oleva leima/sinetti on  
är försedd med sigill/stämpel av

Todistetaan  
Intygas

6. Helsinki ssa

6. 18 päivänä joulu kuuta 1997

i

den

7. Peter Oljemark, julkinen notaari

av

8. No 10482  
Nr

9. Sinetti/leima:  
Sigill/stämpel:



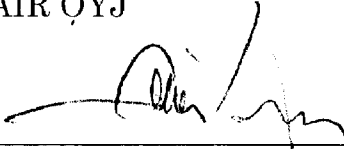
10. Allekirjoitus:  
Underskrift:

Peter Oljemark  
julkinen notaari

APPOINTMENT OF DOMESTIC REPRESENTATIVE

Haight Gardner Holland & Knight, a law office of Holland & Knight LLP, whose postal address is 195 Broadway, New York, New York 10007, is hereby designated applicant's representative upon whom notices of process in proceedings affecting Registrations No. 1,624,090 and 2,150,686 may be served.

FINNAIR OYJ

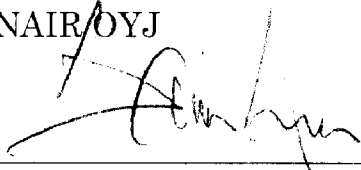
By   
Name: Henrik Arle  
Title: Executive Vice President

Dated: August 31, 2000

POWER OF ATTORNEY

Applicant hereby appoints Oliver Edwards, its principal attorney in connection with Registrations No. 1,624,090 and 2,150,686, to transact all business in the Patent and Trademark Office connected therewith, all correspondence to be mailed to said attorney at the following address: Haight Gardner Holland & Knight, a law office of Holland & Knight LLP, 195 Broadway, New York, New York 10007.

FINNAIR OYJ

By   
Name: Henrik Arle  
Title: Executive Vice President

Dated: August 31, 2000

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