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AIRLEASE LTD
Form 15-12B
October 01, 2004

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 15

CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION UNDER
SECTION 12(G) OF THE SECURITIES EXCHANGE ACT OF 1934 OR
SUSPENSION OF DUTY TO FILE REPORTS UNDER
SECTIONS 13 AND 15(D) OF THE SECURITIES
EXCHANGE ACT OF 1934.

Commission File Number 1-9259

AIRLEASE LTD. A CALIFORNIA LIMITED PARTNERSHIP
(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

555 California Street, 4th Floor, San Francisco, California 94104
(415) 765-1814
(ADDRESS, INCLUDING ZIP CODE, AND TELEPHONE NUMBER, INCLUDING AREA CODE, OF
REGISTRANT'S PRINCIPAL EXECUTIVE OFFICES)

DEPOSITARY UNITS REPRESENTING LIMITED PARTNERSHIP INTERESTS
(TITLE OF EACH CLASS OF SECURITIES COVERED BY THIS FORM)

None
(TITLES OF ALL OTHER CLASSES OF SECURITIES FOR WHICH A DUTY TO FILE REPORTS
UNDER SECTION 13(A) OR 15(D) REMAINS)

Please place an X in the box(es) to designate the appropriate rule
provision(s) relied upon to terminate or suspend the duty to file reports:

Rule 12g-4(a)(1)(i)	<input checked="" type="checkbox"/>	Rule 12h-3(b)(1)(i)	<input type="checkbox"/>
Rule 12g-4(a)(1)(ii)	<input type="checkbox"/>	Rule 12h-3(b)(1)(ii)	<input type="checkbox"/>
Rule 12g-4(a)(2)(i)	<input type="checkbox"/>	Rule 12h-3(b)(2)(i)	<input type="checkbox"/>
Rule 12g-4(a)(2)(ii)	<input type="checkbox"/>	Rule 12h-3(b)(2)(ii)	<input type="checkbox"/>
		Rule 15d-6	<input type="checkbox"/>

Approximate number of holders of record as of the certification or notice
date: -0-

Pursuant to the requirements of the Securities Exchange Act of 1934,
Airlease Ltd., A California Limited Partnership, has caused this
certification/notice to be signed on its behalf by the undersigned duly
authorized person.

AIRLEASE LTD., A CALIFORNIA LIMITED
PARTNERSHIP
(Registrant)

By: Airlease Management Services, Inc.,
Its General Partner

DATE: September 30, 2004

By: /s/ DAVID B. GEBLER

David B. Gebler
Chief Executive Officer