U.S. Department
of Transportation
**Federal Aviation
Administration**

Office of the Chief Counsel

Office of the Chief Counsel
800 Independence Ave., SW.
Washington, DC 20591

NOV - 8 2012

Gregory S. Walden
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2550 M Street St. NW
Washington, DC 20037

Dear Mr. Walden:

This letter responds to the request for a legal interpretation that you emailed to my office on September 26, 2012. Specifically, you have asked whether a change of ownership of an Aviation Maintenance Technician School (AMTS) accomplished through an asset transfer requires a new certification if there has been no change to facilities, personnel, or approved training courses.

The FAA realizes that purchase transactions run the entire spectrum from solely a name change of the business to a new applicant in a new location with different equipment and personnel. We have noted on prior occasions that the FAA does not attempt to regulate the transfer of ownership of a business. Rather, the FAA's main concern in a situation that involves a change of ownership of a certificated air agency is whether any of the elements that formed the basis for the original certification have been altered as a result of the sale.

There is no express provision in 14 C.F.R. Part 147 that addresses a change of ownership of an AMTS. The FAA has recognized with regard to repair stations and pilot schools, however, that a change in ownership without a new certification is permissible if there has been no change in facilities, personnel, or training courses. Section 145.57 states that, if the holder of a repair station certificate sells or transfers its assets, the new owner must apply for an amended certificate in accordance with § 145.51. An application for amendment under § 145.51(d) must include only that information necessary to substantiate the change of the certificate. Similarly, under § 141.17(b), a change of ownership of a pilot school does not terminate a certificate if an application for amendment is made within 30 days after the date of the change of ownership and no change to facilities, personnel, or approved training courses occurs.

Relying on the regulations for other air agencies, a change of ownership of an AMTS does not require application for a new certificate if there has been no change to location, facilities, or personnel. The FAA notes that, if a new owner amends the air agency certificate rather than obtains a new certificate, that owner could be held liable for any actions that were taken by the air agency under the original owner.

This response was prepared by Anne Moore, an attorney in the Regulations Division of the Office of the Chief Counsel, and has been coordinated with the Aircraft Maintenance Division of Flight Standards Service. If you have any additional questions regarding this matter, please contact us at your convenience at (202) 267-3073.

Sincerely,

Rebecca B. MacPherson
Assistant Chief Counsel for International Law,
Legislation, and Regulations, AGC-200