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BASIC AMENDMENT
POMPANO AIR CENTER, INC.

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ARTICLES OF AMENDMENT
TO THE CERTIFICATE OF INCORPORATION
OF
POMPANO AIR CENTER, INC.

Pursuant to Sections 607.1003 and 607.1006 of the Florida Business Corporation Act, the Certificate of Incorporation of **POMPANO AIR CENTER, INC.** (the "Corporation") are hereby amended according to these Articles of Amendment:

FIRST: The name of the Corporation is **POMPANO AIR CENTER, INC.**

SECOND: Article 1 of the Articles of Incorporation is amended in its entirety to read as follows:

"ARTICLE I. NAME

The name of the Corporation is "AIR CENTER HOLDINGS, INC."

THIRD: The foregoing amendment was adopted by unanimous written consent of the shareholders and sole director of the Corporation, in accordance with Sections 607.1003, 607.0704 and 607.0821 of the Florida Statutes on February 8, 2000, constituting a sufficient number of votes to approve the amendment.

IN WITNESS WHEREOF, the undersigned has executed this instrument this 10th day of February, 2000.



Brian D. Becker, President

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