

F00000005638

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07 MAY -3 PM 2:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NLC
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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Helicopter Adventures, Inc.
(Name of Corporation)

DOCUMENT NUMBER: F00000005638

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Nancy McCormick
(Name of Contact Person)

Gardere Wynne Sewell LLP
(Firm/Company)

1000 Louisiana, Ste. 3400
(Address)

Houston, TX 77002-5011
(City/State and Zip Code)

For further information concerning this matter, please call:

Nancy McCormick at (713) 276-5944
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$35.00 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☒ \$43.75 Filing Fee &
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enclosed)

☐ \$52.50 Filing Fee,
Certificate of Status &
Certified Copy
(Additional copy is
enclosed)

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F00000005638

(Document number of corporation (if known))

FILED
07 MAY - 8 PM 2:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Helicopter Adventures, Inc.
(Name of corporation as it appears on the records of the Department of State)

2. California 3. 10/3/2000
(Incorporated under laws of) (Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? April 26, 2007

5. Bristow Academy, Inc.
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

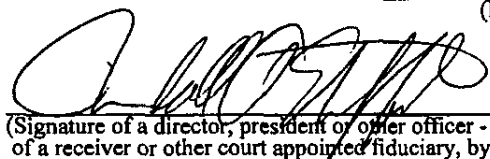
(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)


(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Randall A. Stafford

(Typed or printed name of person signing)

Secretary

(Title of person signing)

A0660171

State of California
Secretary of State



I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That the attached transcript of 1 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

APR 27 2007

DEBRA BOWEN
Secretary of State

A0660171

**CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
HELICOPTER ADVENTURES, INC.
AFTER SHARES HAVE BEEN ISSUED**

ENDORSED - FILED
In the office of the Secretary of State
of the State of California

APR 26 2007

Corporation Number: C1580266

The undersigned certify that:

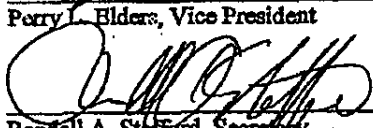
1. They are the Vice President and Secretary, respectively, of Helicopter Adventures, Inc., a California corporation.
2. Article I of the Articles of Incorporation of this corporation is amended to read as follows:

The name of the corporation is Bristow Academy, Inc.

3. The foregoing amendment of Articles of Incorporation has been duly approved by the board of directors.
4. The foregoing amendment of Articles of Incorporation has been duly approved by the required vote of shareholders in accordance with Section 902, California Corporations Code. The total number of outstanding shares of the corporation is 2000. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Date: 4-5-07


Perry L. Elders, Vice President

Randall A. Stafford, Secretary

