

FD100003664

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

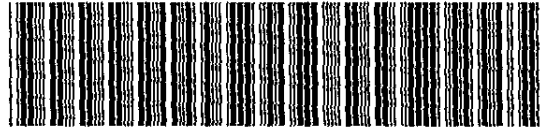
(Business Entity Name)

(Document Number)

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
06 MAR 28 PM 4:57

Handwritten signature

Charter Air Transport, Inc.

Serving the U.S., Bahamas, Canada, Mexico & Caribbean

20 March 2006

Amendment Section
Florida Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: Corporation: Lakeland Air Transport, Inc.
Application by Foreign Profit Corporation to File Amendment
Document Number F01000003664

Ladies and Gentlemen:

Enclosed for filing is the Application by Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida to change the corporate name of "Lakeland Air Transport, Inc." to Charter Air Transport, Inc. Included with the Application are the following documents:

1. A copy of the Articles of Amendment filed with the Colorado Secretary of State. This filing was done completely electronically.
2. A copy of the current Colorado Certificate of Good Standing reflecting the name change
3. A copy of the Secretary's Certificates evidencing the approval of the Board of Directors and the majority-in-interest shareholder of Lakeland Air Transport, Inc. to change the name of the corporation to Charter Air Transport, Inc.

Also enclosed is our check #1105 made payable to the Florida Department of State in the amount of \$52.50 in payment of the following: \$35.00 filing fee; \$8.75 for a certified copy of the filed Amendment; and \$8.75 for a Certificate of Status.

When filed, please send certified copy of the Amendment and the Certificate of Status to me at the address appearing below.

Thank you for your help with this transaction. If you have any questions, please call me at 216-348-1415, x210.

Respectfully,



David A. Lucas
Vice President

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Lakeland Air Transport, Inc.
(Name of Corporation)

DOCUMENT NUMBER: F 01000003664

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

David A. Lucas
(Name of Contact Person)

Aviation Holding Company, Inc.
(Firm/Company)

2301 North Marginal Road
(Address)

Cleveland, Ohio 44114
(City/State and Zip Code)

For further information concerning this matter, please call:

David A. Lucas at (216) 348-1415, x210
(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 & Certified Copy (Additional copy is 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)

F01000003664

(Document number of corporation (if known))

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
06 MAR 28 PM 4:57

1. Lakeland Air Transport, Inc.

(Name of corporation as it appears on the records of the Department of State)

2. Colorado

(Incorporated under laws of)

3. July 11 2001

(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? March 20 2006

5. Charter Air Transport, 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)

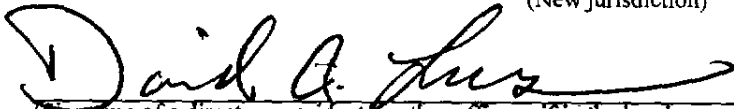
(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

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)

David A. Lucas

(Typed or printed name of person signing)

Vice President

(Title of person signing)



Colorado Secretary of State
 Date and Time: 03/20/2006 10:40 AM
 Entity Id: 19971046516
 Document number: 20061118155

Document processing fee
 If document is filed on paper \$125.00
 If document is filed electronically \$ 25.00

Fees & forms/cover sheets are subject to change.
 To file electronically, access instructions for this form/cover sheet and other information or print copies of filed documents, visit www.sos.state.co.us and select Business Center.

Paper documents must be typewritten or machine printed.

ABOVE SPACE FOR OFFICE USE ONLY

Articles of Amendment

filed pursuant to §7-90-301, et seq. and §7-110-106 of the Colorado Revised Statutes (C.R.S.)

ID number: 19971046516

1. Entity name: LAKELAND AIR TRANSPORT, INC.
(If changing the name of the corporation, indicate name BEFORE the name change)

2. New Entity name: Charter Air Transport, Inc.
 (if applicable)

3. Use of Restricted Words *(if any of these terms are contained in an entity name, true name of an entity, trade name or trademark stated in this document, mark the applicable box):*

<input type="checkbox"/>	"bank" or "trust" or any derivative thereof	<input type="checkbox"/>	"savings and loan"
<input type="checkbox"/>	"credit union"	<input type="checkbox"/>	"insurance", "casualty", "mutual", or "surety"

4. Other amendments, if any, are attached.

5. If the amendment provides for an exchange, reclassification or cancellation of issued shares, the attachment states the provisions for implementing the amendment.

6. If the corporation's period of duration as amended is less than perpetual, state the date on which the period of duration expires:

(mm/dd/yyyy)

OR

If the corporation's period of duration as amended is perpetual, mark this box:

7. (Optional) Delayed effective date: _____
(mm/dd/yyyy)

Notice:

Causing this document to be delivered to the secretary of state for filing shall constitute the affirmation or acknowledgment of each individual causing such delivery, under penalties of perjury, that the document is the individual's act and deed, or that the individual in good faith believes the document is the act and deed of the person on whose behalf the individual is causing the document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S., the constituent documents, and the organic statutes, and that the individual in good faith believes the facts stated in the document are true and the document complies with the requirements of that Part, the constituent documents, and the organic statutes.

This perjury notice applies to each individual who causes this document to be delivered to the secretary of state, whether or not such individual is named in the document as one who has caused it to be delivered.

8. Name(s) and address(es) of the individual(s) causing the document to be delivered for filing:

Lucas David Albert
(Last) (First) (Middle) (Suffix)

2301 North Margainal Road
(Street name and number or Post Office information)

Cleveland OH 44114
(City) (State) (Postal/Zip Code)

United States
(Province - if applicable) (Country - if not US)

(The document need not state the true name and address of more than one individual. However, if you wish to state the name and address of any additional individuals causing the document to be delivered for filing, mark this box and include an attachment stating the name and address of such individuals.)

Disclaimer:

This form, and any related instructions, are not intended to provide legal, business or tax advice, and are offered as a public service without representation or warranty. While this form is believed to satisfy minimum legal requirements as of its revision date, compliance with applicable law, as the same may be amended from time to time, remains the responsibility of the user of this form. Questions should be addressed to the user's attorney.

NOTICE:

This "image" is merely a display of information that was filed electronically. It is not an image that was created by optically scanning a paper document.

No such paper document was filed. Consequently, no copy of a paper document is available regarding this document.

Questions? Contact the Business Division. For contact information, please visit the Secretary of State's web site.

OFFICE OF THE SECRETARY OF STATE
OF THE STATE OF COLORADO

CERTIFICATE

I, Ginette Dennis, as the Secretary of State of the State of Colorado, hereby certify that, according to the records of this office,

Charter Air Transport, Inc.

is a
Corporation

formed or registered on 03/25/1997 under the law of Colorado, has complied with all applicable requirements of this office, and is in good standing with this office. This entity has been assigned entity identification number 19971046516 .

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 03/15/2006 that have been posted, and by documents delivered to this office electronically through 03/20/2006 @ 11:00:51 .

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed, authenticated, issued, delivered and communicated this official certificate at Denver, Colorado on 03/20/2006 @ 11:00:51 pursuant to and in accordance with applicable law. This certificate is assigned Confirmation Number 6444743 .



Ginette Dennis

Secretary of State of the State of Colorado

*****End of Certificate*****

Notice: A certificate issued electronically from the Colorado Secretary of State's Web site is fully and immediately valid and effective. However, as an option, the issuance and validity of a certificate obtained electronically may be established by visiting the Certificate Confirmation Page of the Secretary of State's Web site, <http://www.sos.state.co.us/bi-/CertificateSearchCriteria.do> entering the certificate's confirmation number displayed on the certificate, and following the instructions displayed. Confirming the issuance of a certificate is merely optional and is not necessary to the valid and effective issuance of a certificate. For more information, visit our Web site, <http://www.sos.state.co.us/> click Business Center and select "Frequently Asked Questions."

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
LAKELAND AIR SERVICES, INC.

I, **David A. Lucas**, do hereby certify that I am the duly elected Secretary of **Lakeland Air Transport, Inc.**, a Colorado corporation (The "Corporation") and further certify that, at a meeting of the Board of Directors of Corporation on November 8 2005, the following resolutions were adopted by unanimous consent of the Board of Directors and was approved, ratified, and confirmed on the same date by Aviation Holding Company, Inc. (the owner of 80% of the Corporation's common stock):

RESOLVED by unanimous consent of the Board of Directors of **Lakeland Air Transport Inc.**, a Colorado corporation (the "Corporation") that, subject to the approval of Aviation Holding Company, Inc. the owner of 80% of the Corporation's common stock, the Articles of Incorporation of the Corporation be, and the same are hereby, amended so that Article I is deleted in its entirety and the following Article I is substituted therefore:

"ARTICLE I
NAME

The name of this corporation shall be Charter Air Transport, Inc."

The Officers of the Corporation are directed to take all steps and undertake all actions necessary to file the Articles of Amendment.

The forgoing Articles of Amendment were completed, executed, and filed – in their entirety - via the Colorado Secretary of State's web site by the Secretary of the Corporation on this 20th day of March 2006 and that a true and correct copy of said Articles of Amendment are attached hereto.



David A. Lucas, Secretary