

1197000000255

(Requestor's Name)

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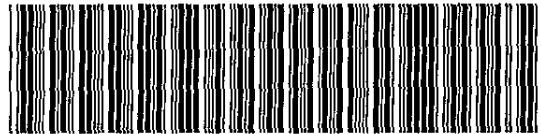
(Business Entity Name)

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J. BRYAN MAR 5 2003



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032
REFERENCE : 950298 4359782
AUTHORIZATION : *Patricia Pizito*
COST LIMIT : \$ 25.00

ORDER DATE : March 3, 2003
ORDER TIME : 11:21 AM
ORDER NO. : 950298-010
CUSTOMER NO: 4359782
CUSTOMER: Ms. Pamela Bell
The Boeing Company M/c
100 N Riverside Plaza
Chicago, IL 60606-1596

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TALLAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: FLIGHTSAFETY BOEING TRAINING
INTERNATIONAL, L.L.C.

XX PROFIT

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Ginger Simmons -- EXT# 1139

EXAMINER: _____

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO
FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

SECTION I (1-3 must be completed)

1. Name of limited liability company as it appears on the records of the Florida Department of State: FlightSaftey Boeing Training International L.L.C.
2. Jurisdiction of its organization: Delaware
3. Date authorized to do business in Florida: May 9, 1997

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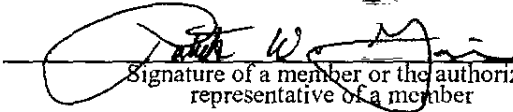
SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? _____
5. New name of the limited liability company: Alteon Training L.L.C.

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

7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: _____
9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.


Signature of a member or the authorized
representative of a member

Patrick W. Gaines, Manager

Typed or printed name of signee

Filing Fee: \$25.00

Delaware

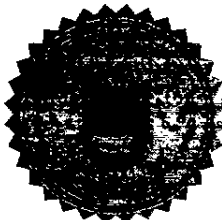
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "FLIGHTSAFETY BOEING TRAINING INTERNATIONAL L.L.C.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "ALTEON TRAINING L.L.C.", THE TWENTY-FIRST DAY OF FEBRUARY, A.D. 2003, AT 1 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID LIMITED LIABILITY COMPANY IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2732503 8320

030138828

AUTHENTICATION: 2284761

DATE: 03-03-03