



P29866

NEW JERSEY OFFICE
One Exchange Place • Suite 501
Jersey City, NJ 07302-3911
Tel: (201) 435-7050 • Fax: (201) 435-5650
E-Mail: jersey@alba-wheelsup.com

MIAMI OFFICE
6701 N.W. 7th St. • Suite 190
Miami, FL 33126-1019
Tel: (305) 265-9120 • Fax: (305) 265-9121
E-Mail: miami@alba-wheelsup.com

MIAMI MAILING ADDRESS
P.O. BOX 521546
Miami, FL 33152-1546

Office: 150-30 132nd Avenue • Suite 208 • Jamaica, NY 11434
Tel: (718) 276-3000 • Fax: (718) 712-1222 • E-Mail: jfk@alba-wheelsup.com

9/23/98

As per your request, attached in a ck for the filing fee, certifi-
copy and certificate of status.

Thank You,

FILED
99 FEB 11 PM 2:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

300002650283--8
-09/28/98-01104-013
*****96.25 *****96.25

W98-22609

N/c

SP 2/12/99



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 6, 1998

WHEELS UP INTERNATIONAL, INC.
ONE EXCHANGE PLACE, STE. 501
JERSEY CITY, NJ 07302-3911

SUBJECT: ALBA FORWARDING CO., INC.
Ref. Number: P29866

We have received your document for ALBA FORWARDING CO., INC. and your check(s) totaling \$96.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

A foreign corporation which has changed its name, duration, jurisdiction, or purpose (nonprofit corporation only), should file an amended application in this office within 30 days after the occurrence of any such change. The form should be accompanied by an original certificate from the domicile state issued within the past 90 days evidencing the change and a filing fee of \$35.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 098A00049564



AIRPORT OFFICE
150-30 132nd Ave. • Suite 208
Jamaica, NY 11434
Tel: (718) 276-3000 Fax: (718) 712-1222
E-Mail: jfk@alba-wheelsup.com

MIAMI OFFICE
6701 N.W. 7th St. • Suite 190
Miami, FL 33126-1019
Tel: (305) 265-9120 • Fax: (305) 265-9121
E-Mail: miami@alba-wheelsup.com
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P.O. BOX 521546
Miami, FL 33152-1546

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LTR-2422

February 3, 1999

Florida Department of State
Amendment Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Gentlemen:

Attached please find our application by a foreign corporation to amend our name. We previously filed this application on September 23, 1998. However, it was rejected because the original certificate of amendment was more than 90 days old.

We have also enclosed the required certified certificate of amendment from New York State dated within 90 days of this application.

You are currently holding funds from our previous application, and we ask that you apply them towards this new application.

Should you have any questions, please do not hesitate to contact the undersigned.

Thanking you, we are,

Very truly yours,

ALBA WHEELS UP INT'L INC.


Mary Ann Gajdos
Administration

mag/

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)

1. ALBA Forwarding Co., Inc.
Name of corporation as it appears on the records of the Department of State.
2. New York 3. 6/18/90
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? January 27, 1998
5. ALBA Wheels Up International 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.
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

x 
Signature

Salvatore J. Stile, Jr.
Typed or printed name

2/2/99
Date

President
Title

FILED
99 FEB 11 PM 2:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**State of New York }
Department of State }^{ss:}**

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on **JAN 27 1999**



Special Deputy Secretary of State

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UNI-37

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF

ALBA FORWARDING CO. INC.

Under Section 805 of the
Business Corporation Law

The undersigned, being the sole shareholder of Alba Forwarding Co., Inc., a New York corporation, hereby certifies:

FIRST: The name of the corporation is ALBA FORWARDING CO. INC. (the "Corporation").

SECOND: The certificate of incorporation of the Corporation was filed by the department of state on March 22, 1949.

THIRD: Paragraph FIRST of the certificate of incorporation of the Corporation, setting forth the name of the Corporation, is hereby amended to read in its entirety as follows:

"FIRST: The name of the corporation shall be
ALBA WHEELS UP INTERNATIONAL INC."

FOURTH: The amendment to the certificate of incorporation of the Corporation was approved by the unanimous written consent of the Board of Directors of the Corporation, followed by the written consent of the sole shareholder of the Corporation.

IN WITNESS WHEREOF, the undersigned executes this document and affirms that the statements made herein are true under the penalties of perjury, this 12th day of January, 1998.

By: *Salvatore J. Stile, II*
Salvatore J. Stile, II
Sole Shareholder

By: *Darrel M. Mason, Attorney-in-Fact*