

P990000018737

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
58
11/14/02

ARROW AIR



*Arrow Air, Inc.
P.O. Box 026062
Miami, FL 33102
Phone: (305) 871-5555
Facsimile (305) 871-7126*

November 7, 2002

Via Overnight Mail

Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Attention: Amendment Section

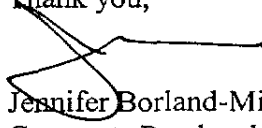
**Re: AAA Interair, Inc. - Document No.: P99000018737
Arrow Air, Inc. - Document No.: K10351
Agro Air Associates, Inc. - Document No.: F78481**

To Whom It May Concern:

Enclosed please find Articles of Amendment for AAA Interair, Inc., Arrow Air, Inc. and Agro Air Associates, Inc., as well as a check for \$105.00.

If you have any questions in this regard, please feel free to call me (305) 871-5555.

Thank you,


Jennifer Borland-Miller
Corporate Paralegal

Enclosures

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
AAA Interair, Inc.**

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02 NOV -8 PM 2: 06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

Document No.: P99000018737

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

1. The following Amendment to the Articles of Incorporation was adopted by the unanimous written consent of the Board of Directors and Shareholders of the Corporation, the number of votes being sufficient for approval, as of September 10, 2002 in the manner prescribed by Section 607.1003 of the Act.
2. Article V of the Corporation's Articles of Incorporation is hereby deleted and replaced by a new Article as follows:

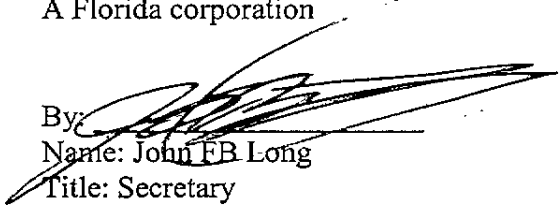
ARTICLE V

<u>Directors and Officers</u>	<u>Address</u>
Dort A. Cameron – Chairman & Director	115 East Putnam Avenue Greenwich, CT 06830
Andrew Dwyer – Director	115 East Putnam Avenue Greenwich, CT 06830
Seth M. Cameron – Director	115 East Putnam Avenue Greenwich, CT 06830
Jim Crystal – Director	40 Broad Street New York, NY 10004
Richard L. Haberly – President & Director	2000 NW 62nd Avenue Miami, FL 33122
John Long - Executive Vice President & Secretary	2000 NW 62nd Avenue Miami, FL 33122
William Betts – Treasurer & Assistant Secretary	2000 NW 62nd Avenue Miami, FL 33122

3. Except as hereby amended, the Articles of Incorporation of the Corporation shall remain the same.
4. The effective date of this amendment shall be upon the filing of these Articles of Amendment.

IN WITNESS WHEREOF, the undersigned, has executed these Articles of Amendment to Articles of Incorporation of AAA Interair, Inc. as of this ___th day of November 2002.

AAA Interair, Inc.
A Florida corporation

By: 
Name: John FB Long
Title: Secretary