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BASIC AMENDMENT

ASERCA AIRLINES CARGO, INC.

Certificate of Status	0
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Page Count	02
Estimated Charge	\$35.00

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TALLAHASSEE, FLORIDA

**Articles of Amendment
To The
Articles Of Incorporation
of**

ASERCA AIRLINES CARGO, INC.
(Present Name)

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

FIRST: Amendment(s) adopted: (inducate article number(s) being amended, added, or
deleted)

ARTICLE I :

THE NEW NAME OF ASERCA AIRLINES CARGO, INC. SHALL BE

SANTA BARBARA AIRLINES CARGO, INC.

Second: If an amendment provides for an exchange, reclassification, or cancellation of
issued shares, provisions for implementing the amendment if not contained in
the amendment itself, are as follows:

NONE

Third: The date of each amendment's adoption: AUGUST 9, 2001

Fourth: Adoption of the Amendment(s) (check one)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through the voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"

 (voting group)

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 9TH of AUGUST, 2001

Signature *[Handwritten Signature]*
 (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

ADOLFE MORENO
Type or Printed Name

PRESIDENT
Title