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**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
CARIBBEAN INTERNATIONAL AIRWAYS, INC.**

Pursuant to Section 607.1006 of the Florida Business Corporation Act, the undersigned, being the President of CARIBBEAN INTERNATIONAL AIRWAYS, INC., a Florida corporation (the "Corporation"), bearing Document Number P93000048316, does hereby submit these Articles of Amendment for the purpose of amending the Corporation's Articles of Incorporation as follows:

FIRST: Article I of the Corporation's Articles of Incorporation shall be deleted in its entirety and replaced with the following:

**"ARTICLE I
NAME**

The name of this corporation is Sunlink Airways, Inc."

SECOND: In accordance with Sections 607.0821 and 607.0704 of the Florida Business Corporation Act, the foregoing amendment was adopted pursuant to unanimous written consent of the Directors and Shareholders of the Corporation dated July 31, 2007. Therefore, the number of votes cast for the Amendment to the Corporation's Articles of Incorporation was sufficient for approval.

IN WITNESS WHEREOF, the undersigned President has executed these Articles of Amendment to the Articles of Incorporation on this August 14, 2007.



Stuart Hanley, President