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AIRCRAFT SERVICE INTERNATIONAL GROUP

Ft. Lauderdale International Airport
1815 Griffin Road, Suite #300
Dania, FL 33004-2252
Ph: 954.926.2000 • Fax: 954.926.2001
www.asig.com

October 13, 1999

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

Re: Articles of Amendment for Florida Aviation Fueling Company, Inc.
Effective: December 1, 1999

Dear Sir/Madam:

Enclosed please find the following documents in connection with the adoption of the name change of Florida Aviation Fueling Company, Inc.


- 1) Two (2) executed originals-Articles of Amendment to Articles of Incorporation for Florida Aviation Fueling Company, Inc.
- 2) Two (2) executed originals-Consent in Lieu of Special Meeting of the Board of Directors Changing the Name of the Company to ASIG Fueling Miami, Inc.; and
- 3) Two (2) executed originals-Consent of Sole Shareholder of Florida Aviation Fueling Company, Inc. to an Amendment to the Articles of Incorporation Changing the Name of the Company to ASIG Fueling Miami, Inc.

Also, enclosed please find Check No. 214759 in the amount of \$43.75, representing the filing fee of \$35.00 for the Articles of Amendment, and \$8.75 for Certified Copies.

We would greatly appreciate your forwarding the filing acknowledgment and Certified Copies to my attention.

If you have any questions, or require additional information, please do not hesitate to contact me at (954) 926-8235.

Very truly yours,


Laura S. Berkon
Contract Administrator

Enclosures

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*****43.75 *****43.75

Name Change
Amend

EFFECTIVE DATE
12/1/99

FILED
NOV 10 PM 4:29
99
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

APR
11/12/99

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

FLORIDA AVIATION FUELING COMPANY, INC.
(present name)

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

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

The **FIRST** article of the Articles of Incorporation of the corporation is hereby deleted and replaced in its entirety with the following:

FIRST: The name of the corporation is ASIG Fueling Miami, 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:

N/A

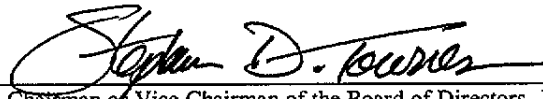
THIRD: The date of each amendment's adoption: October 1, 1999, to become effective December 1, 1999.

FOURTH: Adoption of Amendment(s):

The amendment(s) was/were adopted by the Board of Directors on _____
October 1, _____, 1999.

Signed this 13th day of October, 1999.

Signature X



(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)

Stephen D. Townes

Typed or printed name

President

Title

FLORIDA AVIATION FUELING COMPANY, INC.

**CONSENT IN LIEU OF SPECIAL MEETING
OF THE BOARD OF DIRECTORS
CHANGING THE NAME OF THE COMPANY TO
ASIG FUELING MIAMI, INC.**

The undersigned, being all of the members of the Board of Directors (the "Board") of Florida Aviation Fueling Company, Inc., a Florida corporation (the "Corporation"), hereby take the following actions and adopt the following resolutions by unanimous written consent, waiving any and all requirement of notice and a meeting, pursuant to Section 607.0821 of the Florida Statutes:

WHEREAS, the Board believes that it is in the best interest of the Company and its sole shareholder, Aircraft Service International Group, Inc., a Delaware corporation ("ASIG"), to rename the Company such that its name indicates that it is an affiliate of ASIG,

NOW THEREFORE, be it resolved as follows:

RESOLVED, that, upon obtaining the consent of ASIG, the Articles of Incorporation of the Company shall be amended such that Article I thereof is deleted and replaced in its entirety with the following:

I.

The name of said corporation shall be ASIG Fueling Miami, Inc.;

RESOLVED, that the Board hereby recommends to its sole shareholder, that it approve of the foregoing amendment;

RESOLVED, that the Board hereby approves and ratifies any and all acts consistent with the purposes of these resolutions which were performed prior to the adoption of these resolutions by the Board.

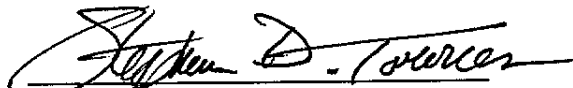
RESOLVED, that upon receipt of the consent of the Company's sole shareholder to these resolutions, the officers of the corporation, and each of them, are hereby authorized to take, or cause to be taken, such actions as may be necessary or desirable to further the purposes of the foregoing resolutions, including without limitation the preparation, execution and filing with the Florida Secretary of State of Articles of Amendment to the Articles of Incorporation of the Company reflecting the above amendment.

The actions taken by this consent shall have the same force and effect as if taken at a special meeting of the Board duly called and constituted pursuant to the Bylaws of the Corporation and the laws of the State of Florida.

This Consent may be executed in multiple counterparts, each bearing the signatures of one or more of the directors of the Corporation and each of which shall constitute an original but which together shall constitute a single instrument.

IN WITNESS WHEREOF, the undersigned, being the members of the Board have executed this Consent as of October 1, 1999.

FLORIDA AVIATION FUELING COMPANY, INC.


Stephen D. Townes, President

**CONSENT OF THE SOLE SHAREHOLDER
OF FLORIDA AVIATION FUELING COMPANY, INC.
TO AN AMENDMENT TO THE ARTICLES OF INCORPORATION
CHANGING THE NAME OF THE COMPANY TO
ASIG FUELING MIAMI, INC.**

The undersigned, Aircraft Services International Group, Inc., a Delaware corporation, being the sole shareholder of Florida Aviation Fueling Company, Inc. (the "Company") by unanimous written consent, waiving any and all requirements of notice and a meeting, hereby consents to the foregoing resolutions of the Board of Directors of the Company and hereby adopts the amendment to the Articles of Incorporation of the Company as stated in the foregoing resolutions, all to be effective as of December 1, 1999.

Date: October 13 , 1999

AIRCRAFT SERVICE INTERNATIONAL GROUP, INC.

By:


Stephen D. Townes, President