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LAW OFFICES

REX B. GUTHRIE

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June 18, 1998

200002568462--0  
-06/22/98--01141--003  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

200002568462--0  
-06/22/98--01141--004  
\*\*\*\*\*52.50 \*\*\*\*\*52.50

**Re: Flying Boat, Inc. (Pan Am Air Bridge)**

Dear Sirs/Madam:

Enclosed please an original and one copy of an Certificate of Amendment to Certificate of Incorporation of Pan Am Air Bridge, Inc., changing its Name to Flying Boat, Inc.

Also enclosed you will find my check in the amount of \$35.00 for the filing fee and a check in the amount of \$52.50 for a certified copy of the amendment. A self-addressed stamped envelope is enclosed for your convenience.

Should you have any questions concerning the foregoing, please call me.

Sincerely,



REX B. GUTHRIE

RBG/sp

Enclosure

FILED  
98 JUN 22 AM 9:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*n/c Amend*

*Dee 7/1*

**CERTIFICATE OF AMENDMENT TO CERTIFICATE OF INCORPORATION**  
**OF PAN AM AIR BRIDGE, INC.**  
**CHANGING ITS NAME TO FLYING BOAT, INC.**

The undersigned Bill Jones, President and Rex B. Guthrie, Assistant Secretary, respectively, of Pan Am Air Bridge, Inc., do hereby certify that the following is a true and correct copy of the Resolution duly adopted by the Directors and all Stockholders of said corporation at a meeting held June 5th, 1998, and which Resolution is as follows:

**FILED**  
98 JUN 22 AM 9:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

“WHEREUPON, on motion duly made and seconded and unanimously carried, it was:

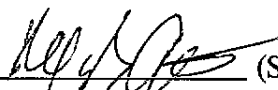
“**RESOLVED: That Article I - Name on the Certificate of Incorporation of the Corporation be amended to read as follows:**

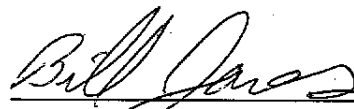
**ARTICLE I - NAME**  
**The name of this corporation is:**

**FLYING BOAT, INC.**

We further certify that the above Resolution is identical in wording with the Resolution of the Board of Directors and all Stockholders, and that the foregoing has not been modified or changed in any way and is at the time of this certificate in full force and effect.

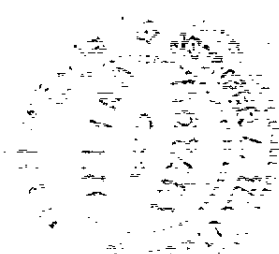
**IN WITNESS WHEREOF**, we have hereunto subscribed our names and affixed our seals this 17 of June, 1998.

  
\_\_\_\_\_  
REX B. GUTHRIE (Seal)  
Asst. Secretary

  
\_\_\_\_\_  
BILL JONES (Seal)  
President

BILL JONES, President, and REX B. GUTHRIE, Assistant Secretary, respectively of Pan Am Air Bridge, Inc., to me well known to be the individuals who subscribed to the foregoing Certificate as President and Assistant Secretary, respectively, of Pan Am Air Bridge, Inc., for the uses and purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at  
Miami, Dade County, Florida this 17 day of June, 1998.

  
*Jennifer Tillotson*  
Notary Public

Jennifer Tillotson  
Print Name Notary Public

My Commission Expires:



Jennifer A Tillotson  
My Commission CC722563  
Expires March 8, 2002