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Florida Department of State
Division of Corporations
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Division of Corporations
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From: Nery C. Toledo, Legal Assistant

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BASIC AMENDMENT

CARIBE AVIATION, INC.

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$43.75

15645 - 115415

5/30/01
DC
Name Change
&
Amendment
5/30/01

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**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
CARIBE AVIATION, INC.**

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, the undersigned Florida profit corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the Corporation is AVS/CAI, INC. (herein after called the "Corporation").
2. Article I of the Corporation's Articles of Incorporation is deleted and replaced by new Article I, as follows:

"ARTICLE I

The name of the Corporation is:
AVS/CAI, INC."

3. Pursuant to the provisions of Section 607.0502 of the Florida Statutes, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in order to change its registered agent and office, in the State of Florida.

The name and address of the current registered agent is:

Ben Quevedo
3601 Flamingo Road
Miramar, Florida 33027

The name and address of the new registered agent and office is:

American Information Services, Inc.
One Southeast Third Avenue, 28th Floor
Miami, Florida 33131

4. In accordance with Section 607.0123(1)(b) of the Florida Business Corporation Act, this Amendment shall be effective upon its filing with the Florida Department of State.
5. The foregoing Amendment to the Articles of Incorporation of the Corporation was proposed and unanimously approved and adopted by the Corporation's directors and shareholders on May 20, 2001. The number of votes cast for the amendment were sufficient for approval.

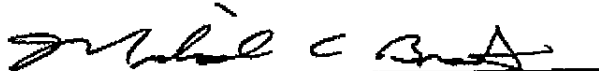
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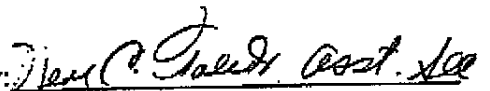
IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment this 25th day of May, 2001.


Michael C. Brant, Vice President

Having been named as Registered Agent and to accept service of process for the Corporation at the place designated in these Articles of Amendment, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as Registered Agent.

Dated May 25, 2001

AMERICAN INFORMATION SERVICES, INC.

By: 
Nery C. Toledo, Assistant Secretary