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LIMITED LIABILITY AMENDMENT

BLUE AEROSPACE, LLC

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
BLUE AEROSPACE, LLC
(a Florida limited liability company)**

FIRST. The date of filing the Articles of Organization was October 25, 2001.

SECOND. The following amendment to the Articles of Organization was adopted by the limited liability company:

(A) Article V of the Articles of Organization of the limited liability company is hereby deleted in its entirety and the following text is inserted in lieu thereof:

**"ARTICLE V
MANAGEMENT**

The Company is to be managed by one or more managers, and it is a Manager-Managed limited liability company."

THIRD. Except as hereby amended, the Articles of Organization of the limited liability company shall remain unchanged.

FOURTH. The foregoing amendment to the Articles of Organization of the limited liability company was duly proposed, adopted and approved by the unanimous vote of the members of the limited liability company on March 24, 2004, pursuant to Section 608.411 of the Florida Limited Liability Company Act.

This amendment shall be effective as of the date of filing of this Articles of Amendment.

Under penalty of perjury, the undersigned affirms that the facts stated herein are true.



Michael Navon, Manager

(M2082709;1)

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