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LIMITED LIABILITY AMENDMENT

AVION CHARTER, L.L.C.

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**ARTICLES OF AMENDMENT
to
ARTICLES OF ORGANIZATION
of
AVION CHARTER, L.L.C.**

1. The date of filing of the Articles of Organization was November 6, 2001.
2. Section I of the Articles of Organization is hereby amended in its entirety to read as follows:

"The name of the Limited Liability Company is Avion Jet Charter, L.L.C."
3. The following amendment to the Articles of Organization was adopted by the Limited Liability Company on April 18, 2002.

Dated April 18, 2002.



Gregory M. Nordt, Authorized
Representative of Member

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