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REFERENCE

AUTHORIZATION

COST LIMIT :

ORDER DATE: September 27, 2002

ORDER TIME : 10:51 AM

ORDER NO. : 762477-005

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CUSTOMER NO: 80745A

CUSTOMER: Scott Simpson, Esq

Korey, Sweet, Mckinnon Simpson

Suite A

595 West Granada Boulevard Ormond Beach, FL 32174

DOMESTIC AMENDMENT FILING

NAME:

DECOY-PROFESSIONAL CHARTERS,

LLC

EFFECTIVE DATE:

ARTICLES OF AMENDMENT

RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY

_ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Heather Powell -- EXT# 1155

EXAMINER'S INITIALS:

ARTICLES OF AMENDMENT TO ARTICLE OF ORGANIZATION OF DECOY-PROFESSIONAL CHARTERS, LLC

FIRST:

The date of filing of the Articles of Organization was May 17, 2002

SECOND:

The following amendment(s) to the Articles of Organization were adopted by the

limited liability company:

ARTICLE I PURPOSE

The Limited Liability Company is created and conducted for the purpose of engaging in the business of contracting a professional pilot to be leased to third parties and such other businesses and purposes as may be agreed upon by the Members.

ARTICLE II NAME

The name of the Limited Liability Company shall be TP PROFESSIONAL CHARTERS, LLC.

WHEREFORE, the Members hereby amend the Articles of Organization as stated above.

Date: 9 26 02

Date: 9-26-02

Timothy William Phillips

William Todd Phillips

(In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmative under the penalties of perjury that the facts stated herein are true.)