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Korey, Sweet, McKinnon, Simpson & Vukelja

Attorneys and Counselors at Law
A Partnership Including Professional Associations

Robert Kit Korey, P. A. Jeffrey C. Sweet Noah C. McKinnon, Jr., P.A. Scott E. Simpson, P.A. David A. Vukelja, P.A. Suite A, Granada Oaks Professional Building 595 West Granada Boulevard Ormond Beach, Florida 32174 Telephone (386)677-3431 Fax (386)673-0748

AMILIAN SECONDON

October 31, 2002

Division of Corporations
Attn: Registration Section/Amendments
P.O. Box 6327
Tallahassee, FL 32314

Re: TP PROFESSIONAL CHARTERS, LLC

Document No.: L02000012019

and

TPAVIATION, LLC

Document No.: L02000025454

Gentlemen:

Enclosed are Articles of Amendment for the above referenced limited liability companies. The Amendments change the ownership of the companies. Also enclosed are two checks in the amount of \$25.00 each for the filing fees.

Thank you for your attention to this matter.

Very truly yours,

SCOTT E. SIMPSON

SES/ss Enclosures

ARTICLES OF AMENDMENT TO ARTICLE OF ORGANIZATION OF TP PROFESSIONAL CHARTERS, LLC

THE DE STREET PLORIDA

FIRST:

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

SECOND:

The following amendment to the Articles of Organization was adopted by the

limited liability company:

ARTICLE VII - MEMBERS

The Members of the Limited Liability Company and their respective ownership interest are as follows:

P & S Paving, Inc.

100%

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

Date: 10/25/02

Timothy William Phillips

Date: 10 05 19

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.)