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LIMITED LIABILITY AMENDMENT
AVENTURA AVIATION CREW LEASING, L.L.C.

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ARTICLES OF AMENDMENT

Article I. Name

The name of this Florida limited liability company is Aventura Aviation Crew Leasing, L.L.C.

Article II. Date of Articles of Organization

The Company's Articles of Organization were filed on December 19, 2002.

Article III. Amendment

The Articles of Organization of the Limited Liability Company are amended so that the name of the Limited Liability Company is changed from Aventura Aviation Crew Leasing, L.L.C. to Aventura Aviation Leasing, L.L.C.

Article IV. Date Amendment Adopted

The amendment set forth in these Articles of Organization was adopted on the date shown below.

The undersigned executed this document on the date shown below.

Aventura Aviation Crew Leasing, L.L.C.

By: 

by D. Stoutt as attorney-in-fact

Name: Henry Gayer

Title: President

Date: June 30, 2004

Bill Hoffman, Esq. | FL Bar Member 978795
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