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DIVISION OF CORPORATION**LIMITED LIABILITY AMENDMENT****WINGS INTERNATIONAL USA, L.L.C.**

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ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
FOR
WINGS INTERNATIONAL USA, L.L.C.
(A Florida Limited Liability Company)

FIRST: The date of filing of the articles of organization was October 31, 2003.

SECOND: The following amendment to the articles of organization was adopted by the limited liability company:

The following individual shall be added as a managing member of the aforementioned Limited Liability Company:

Carine Azar
18851 NE 29th Avenue, Ste 900
Aventura, FL 33180

Signed this January 23, 2004.


Signature of member or authorized representative of a member

Philippe Namiech
Typed or printed name of person signing

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Prepared By:
Leonardo A. Roth, Esq.
18851 NE 29th Avenue, Ste 900
Aventura, FL 33180
Bar No.: 747793

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