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2004 JUN 17 P 3:57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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Telephone: 954-763-5565 • Fax: 954-763-8488

Website: aviationlegalgroup.com

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2004 JUN 17 P 3:51

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Scott C. Burgess
Robert M. Palmer
Douglas J. Barnard*

*Also admitted in the district of Columbia

June 16, 2004

VIA FEDERAL EXPRESS PRIORITY OVERNIGHT
AIRBILL NO. 7901 7943 7539

Amendment Section
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

RE: Harbor Beach Jet Charter, LLC (the "Company")
Our File No.: 522-01

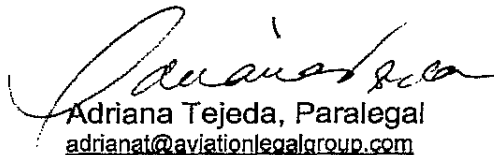
Dear Ladies and Gentlemen:

Enclosed please find this firm's check for the amount of Fifty Five United States Dollars (U\$55.00) to cover the filing fee to amend the name of the Company. Please forward your acknowledgement letter upon completion of this filing.

If you should have any question, please do not hesitate to contact me at 954-763-5565.

Cordially,

AVIATION LEGAL GROUP, P.A.


Adriana Tejeda, Paralegal
adrianat@aviationlegalgroup.com

enclosures

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

FILED

2004 JUN 17 P 3:57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HARBOR BEACH JET CHARTER, LLC

(Present Name)
(A Florida Limited Liability Company)

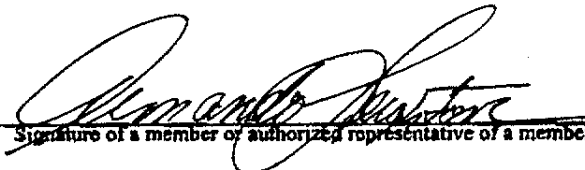
FIRST: The date of filing of the articles of organization was 11/14/2003

SECOND: The following amendment(s) to the articles of organization was/were adopted by the limited liability company:

The new name of the company is:

HARBOUR BEACH JET CHARTER, LLC

Dated June 2, 2004


Signature of a member or authorized representative of a member

ARMANDO LEIGHTON

Typed or printed name of signer

Filing Fee: \$25.00