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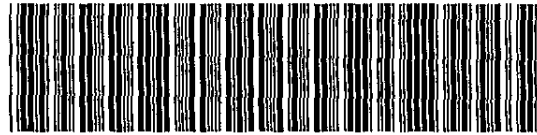
(Business Entity Name)

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04 MAY 24 PM 2:20
CLERK OF STATE
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LC 05/28/04

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* BOARD CERTIFIED IN TAXATION AND
MASTER OF LAWS IN ESTATE PLANNING
+ ALSO ADMITTED IN MASSACHUSETTS
** ADMITTED ONLY IN CALIFORNIA
AND MINNESOTA

May 20, 2004

Attn: Corporations Division
Secretary of State
Bureau of Corporate Records
Post Office Box 6327
Tallahassee, Florida 32314

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

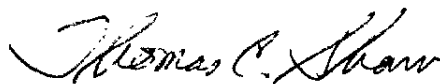
Re: Flite Shares, L.L.C.

Dear Sir or Madam:

Enclosed are the original and a duplicate copy of the Articles of Amendment to Articles of Organization of the above proposed Limited Liability Company. Please endorse your approval on the duplicate copy, and return a certified copy to this office.

A check is also enclosed in the total amount of \$55.00 to cover the filing and certification fees.

Yours very truly,



Thomas C. Shaw

TCS:cey
Enclosures
cc: Charles Bonar, Jr.

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

FLITE SHARES, L.L.C.

(Present Name)
(A Florida Limited Liability Company)

FIRST: The date of filing of the articles of organization was March 17, 2004.

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

Article I is hereby deleted in its entirety and the following is substituted in lieu thereof:

Article I

The name of the Limited Liability Company is:
FLITE SHARES, L.L.C.

A new Article VI is added as follows:

Article VI

The Limited Liability Company is a Manager-Managed Company

04 MAY 24 PM 2:20
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Dated 5/19, 2004.



Signature of a member or authorized representative of a member

CHARLES W. BONAR, JR., Authorized Representative
Typed or printed name of signee

Filing Fee: \$25.00