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PROSPERITY AVIATION, LLC

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Electronic Filing Menu

Corporate Filing Menu

Help

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
PROSPERITY AVIATION, LLC,
A FLORIDA LIMITED LIABILITY COMPANY**

Pursuant to Section 608.411, Florida Statutes, the undersigned limited liability company adopts the following Articles of Amendment to its Articles of Organization:

1. The name of the company is PROSPERITY AVIATION, LLC.
2. The Articles of Organization were filed March 22, 2004, and the document number is L04000021820.
3. Article I is hereby deleted in its entirety and replaced with the following:

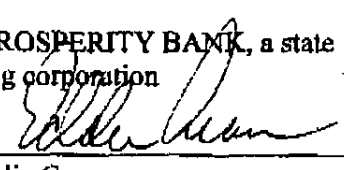
ARTICLE I

Company Name and Principal Office

The name of the limited liability company shall be PROSPERITY AVIATION, LLC ("the Company"), the mailing address of the Company is P.O. Drawer 1690, St. Augustine, FL 32085, and the Company's principal office shall be located at 100 Southpark Boulevard, St. Augustine, Florida 32086, with the privilege of having its office and branch offices at other places within or without the State of Florida.

PROSPERITY AVIATION, LLC,
a Florida limited liability company

By: PROSPERITY BANK, a state
banking corporation

By: 
Eddie Creamer
Its President

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