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AXIOM CAPITAL II, L.L.C.

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION OF
AXIOM CAPITAL II, L.L.C.**

Pursuant to the provisions of Section 608.411, Florida Statutes, this company adopts the following Articles of Amendment to its Articles of Organization:

FIRST: Amendments Adopted:

ARTICLE I

NAME AND PRINCIPAL OFFICE

The name of this limited liability company shall be Elite Aviation of NWFL, LLC and its principal office is located at 101-A Business Centre Drive, Destin, Florida 32550.

SECOND: The Amendment was adopted on January 1, 2006.

THIRD: The Amendment was approved by the Members. The number of votes cast for the Amendment was sufficient for approval.

Signed this 1st day of January 2006.

AXIOM CAPITAL II, L.L.C.

By: [Signature]

BILL SMITH

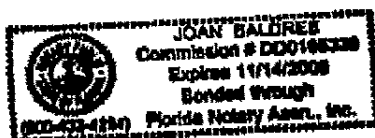
By: [Signature]

ALAN O'NEAL

STATE OF FLORIDA

COUNTY OF DADE

The foregoing instrument was sworn to and subscribed before me this 1st day of January, 2006, by Bill Smith, who ✓ is personally known to me or produced as identification.



[Signature]
Printed Name: Joan Baldree
My Commission Expires: 11-14-2008

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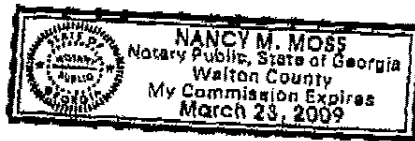
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Georgia
STATE OF ~~FLORIDA~~
COUNTY OF Walton

The foregoing instrument was sworn to and subscribed before me this 1st day of JANUARY, 2006, by Alan O'Neal, who ☒ is personally known to me or produced as identification.



Nancy M. Moss
Printed Name: Nancy M. Moss
My Commission Expires: 3-23-2009

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