

LEADING EDGE AIR CHARTER, INC.

7710 Springside Lane Tampa, Florida 33615 (813) 889-9316

FLORIDA DEPARTMENT OF STATE DIVISION OF CORPORATIONS P O BOX 6327 TALLAHASSEE, FL 32314

DEAR SIRS,

ENCLOSED IS ARTICLE OF AMENDMENT FOR NAME CHANGE FOR THE ABOVE TO AIR CLASSIC CARGO, INC.

ENCLOSED IS \$43.75 .. (\$35.00 FILING FEE) AND \$8.75 FOR A NEW CERTIFICATE OF STATUS.. TOTAL \$43.75.

2041271-/30/96--01064--0

ENC: ARTICLE & ADOPTION CK..\$43.75

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

LEADING EDGE AIR CHARTER, INC

7710 SPRINGSIDE LANE TAMPA, FLORIDA 33615

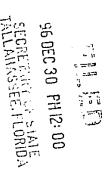
(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

UNDER ARTICLE XIV, AMENDMENTS:

RESOLVED: THAT EFFECTIVE JANUARY 1, 1997 THE NAME LEADING EDGE AIR CHARTER, INC. SHALL BE CHANGED TO: AIR CLASSIC CARGO, INC.



SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: T	he date of each amendment's adoption:
FOURTH: Adoption of Amendment(s) (CHECK ONE)	
XDBX	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient for approval by
0	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
O	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signed this 16 day of DEC: MBER , 19 96 Signature JUGGE BROOKS, PRS (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)	
OR	
(By a director if adopted by the directors)	
	OR
	(By an incorporator if adopted by the incorporators)
	Typed or printed name
	Title

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