



November 10, 2009

Florida Department of State
Division of Corporations
Registration Section
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

To Whom It May Concern:

Enclose is the amend form to change the name of the corporation from Orion Airlines, LLC to the new name Orion Aircraft Acquisitions, LLC. If you need additional information please feel free to contact our office at 305-514-2840.

Respectfully,

A handwritten signature in black ink, appearing to be "Raul Miro".

Raul Miro
Managing Director

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: _____
Name of Foreign Limited Liability Company

Dear Sir or Madam:

The enclosed application, certificate and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Raul Miro
Name of Person

Orion Aircraft Acquisitions.LLC
Firm/Company

8405 NW 53 ST ; SUITE A-112
Address

Doral Florida 33166
City/State and Zip Code

Rmiroo@comcast.net
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Raul Miro at (305) _____ 514-2840
Name of Person Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Enclosed is a check for the following amount:

- \$25 Filing Fee \$30 Filing Fee & Certificate of Status \$55 Filing Fee & Certified Copy \$60 Filing Fee, Certificate of Status & Certified Copy

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE
AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

SECTION I (1-3 must be completed)

1. Name of limited liability company as it appears on the records of the Florida Department of State: Orion Airlines ,LLC
2. Jurisdiction of its organization: Delaware MD9 000000977
3. Date authorized to do business in Florida: 3-10-2009

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? 10-08-2009
5. New name of the limited liability company: Orion Aircraft Acquisitions.LLC
(must end with "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must end with "Limited Liability Company," "L.L.C." or "LLC.")

6. If the amendment changes the period of duration, indicate new period of duration:
None
7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:
None
8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: None

9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

Signature of a member or the authorized representative of a member

Philip Mizio

Typed or printed name of signee

Filing Fee: \$25.00

2009 NOV 12 PM 13:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Delaware

PAGE 1

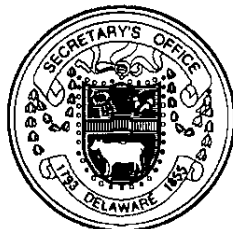
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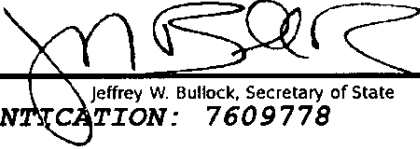
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "ORION AIRLINES LLC", CHANGING ITS NAME FROM "ORION AIRLINES LLC" TO "ORION AIRCRAFT ACQUISITIONS LLC", FILED IN THIS OFFICE ON THE EIGHTH DAY OF OCTOBER, A.D. 2009, AT 12:50 O'CLOCK P.M.

3767366 8100

090921372

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7609778

DATE: 10-28-09

State of Delaware
Secretary of State
Division of Corporations
Delivered 12:50 PM 10/08/2009
FILED 12:50 PM 10/08/2009
SRV 090921372 - 3767366 FILE

**STATE OF DELAWARE
CERTIFICATE OF AMENDMENT**

1. Name of Limited Liability Company: ORION AIRLINES LLC
2. The Certificate of Formation of the limited liability company is hereby amended as follows:

**First: The name of the limited liability company
is Orion Aircraft Acquisitions LLC**

IN WITNESS WHEREOF, the undersigned have executed this Certificate on
the 6 day of October, A.D. 2009.

By: 
Authorized Person(s)

Name: Raul Miro

Print or Type