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S. C. CRONIG & ASSOC

TEL: 305 444 6334

P. 001

Division of Corporations

Page 1 of 2

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Florida Department of State

Division of Corporations

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(((H00000064746 1)))

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To:

Division of Corporations

Fax Number : (850) 922-4003

From:

Account Name : STEVEN CARLYLE CRONIG & ASSOCIATES, P.A.

Account Number : I19980000095

Phone : (305) 444-6300

Fax Number : (305) 444-6334

AL

LIMITED LIABILITY AMENDMENT

STAGECOACH AVIATION OFF LLC

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$55.00

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Florida Secretary of State Electronic Filing Certification
Audit No. H00000064746-1
Tuesday, December 12, 2000

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

Pursuant to Florida Statutes Section 608.504 *et seq.*, Steven C. Cronig, as the authorized representative of Stagecoach Aviation OPF, LLC., a Delaware limited liability company, hereby makes, swears, certifies and files the following amendments to the Company's Application for Authorization, all of which have been adopted and are effective as of February 23, 2000 by the unanimous action of the Company's Members:

Section I

1. The name of the Company filed with the Secretary of State of Florida was "Stagecoach Aviation OPF, LLC."
2. The Company is a Delaware limited liability company.
3. The Company originally was authorized to transact business in the State of Florida on February 5, 1999 (Document #M99000000171).

Section II

4. The name of the Company was changed to "Coach Aviation Group, LLC." by amendment filed with the Secretary of State of Delaware on December 3, 1999.
5. The name of the Company was changed to "Opa-locka Aviation Group, LLC." by amendment filed with the Secretary of State of Delaware on February 22, 2000.
6. The principal business address and mailing address of the Company within the State of Florida are hereby changed to be 5050 Southwest 86th Street, Miami, Florida 33143.

This instrument prepared by:
Steven C. Cronig, Esquire
Florida Bar No. 307068
Steven Carlyle Cronig & Associates, P.A.
307 Continental Plaza
3250 Mary Street
Coconut Grove, Florida 33133
Telephone (305) 444-6300

Amendment to Application for Qualification, Page 1

Audit No. H00000064746-1

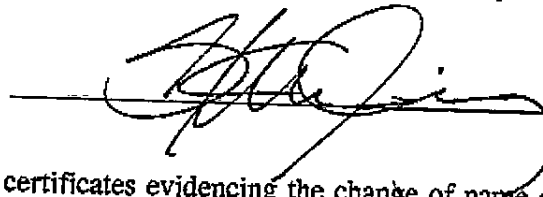
STEVEN CARLYLE CRONIG & ASSOCIATES, P.A., ATTORNEYS AT LAW
307 Continental Plaza, 3250 Mary Street, Coconut Grove, Florida 33133 Telephone (305) 444-6300 Telefacsimile (305) 444-6334

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Tuesday, December 12, 2000

7. The name and address of the registered agent for the Company is hereby changed to be Steven C. Cronig, 307 Continental Plaza, 3250 Mary Street, Coconut Grove, Florida 33133.

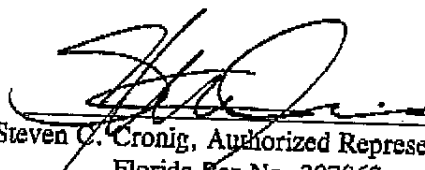
Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608.F.S.


(Signature of Registered Agent)

8. Original certificates evidencing the change of name of the Company from "Stagecoach Aviation OPF, LLC." to "Coach Aviation Group, LLC." and thereafter the "Opa-locka Aviation Group, LLC.", issued by the Secretary of State of Delaware, are attached hereto.

In all other respects, the application remains unchanged and in full force and effect.

IN WITNESS WHEREOF, the undersigned has caused this Amendment to be executed the 12th day of December 2000 at Coconut Grove, Florida.


Steven C. Cronig, Authorized Representative
Florida Bar No. 307068
Steven Carlyle Cronig & Associates, P.A.
307 Continental Plaza
3250 Mary Street
Coconut Grove, Florida 33133
Telephone (305) 444-6300

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C:\Dm\Limited Liability Companies\Amendments\Opa-locka Aviation Group, LLC Delaware. Amendment to Florida Qualification2.wpd
File #10072-001: Tuesday, December 5, 2000
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S. C. CRONIG & ASSOC

TEL: 305 444 6334

P. 004

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, 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 "STAGECOACH AVIATION OFF LLC", CHANGING ITS NAME FROM "STAGECOACH AVIATION OFF LLC" TO "COACH AVIATION GROUP, LLC", FILED IN THIS OFFICE ON THE THIRD DAY OF DECEMBER, A.D. 1999, AT 9 O'CLOCK A.M.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 DEC 11 PM 5:05



3000854 8100

001607676

Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION: 0833399

DATE: 12-05-00

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S. C. CRONIG & ASSOC

TEL: 305 444 6334

P. 005

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 12/03/1999
991515003 - 3000854

**CERTIFICATE OF AMENDMENT TO THE CERTIFICATE OF
FORMATION OF STAGECOACH AVIATION OFF LLC.**

The undersigned, as the authorized agent of Stagecoach Aviation OFF LLC., a Delaware limited liability company, files this Certificate of Amendment to the Certificate of Formation of the Company originally filed on February 3, 1999. The Certificate of Formation is amended as follows:

The name of the limited liability company is changed from "Stagecoach Aviation OFF LLC." to "Coach Aviation Group, LLC.".

In all other respects, the Certificate of Formation remains unchanged and in full force and effect. The effective date of this Certificate of Amendment shall be the 2nd day of December, 1999.

IN WITNESS WHEREOF, the undersigned, as the authorized agent of the Company, has executed the foregoing Certificate of Amendment as of the 2nd day of December 1999.

STEVEN CARLYLE CRONIG & ASSOCIATES, P.A.

By: 

Steven C. Cronig

00 DEC 11 PM 5:05

FILED
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DIVISION OF CORPORATIONS

C:\Data\Limited Liability Companies\Stagecoach Aviation OFF, LLC., Amendment Changing Name to Coach Aviation Group, LLC
File #1091-001/Tuesday, December 2, 1999
©1999 Steven Carlyle Cronig & Associates, P.A.

STEVEN CARLYLE CRONIG & ASSOCIATES, P.A., ATTORNEYS AT LAW
407 Columbus Centre, 501 Brickell Key Drive, Miami, Florida 33132 Telephone (305) 371-0077 Telefax (305) 371-7877

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, 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 "COACH AVIATION GROUP, LLC", CHANGING ITS NAME FROM "COACH AVIATION GROUP, LLC" TO "OPA-LOCKA AVIATION GROUP, LLC", FILED IN THIS OFFICE ON THE SECOND DAY OF MARCH, A.D. 2000, AT 9 O'CLOCK A.M.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 DEC 11 PM 5:05



Edward J. Freel

Edward J. Freel, Secretary of State

3000854 8100

AUTHENTICATION: 0833259

001607498

DATE: 12-05-00

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S. C. CRONIG & ASSOC

TEL:305 444 6334

P. 007

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 03/02/2000
001105869 - 3000854

**CERTIFICATE OF AMENDMENT TO THE CERTIFICATE OF
FORMATION OF COACH AVIATION GROUP, LLC.**

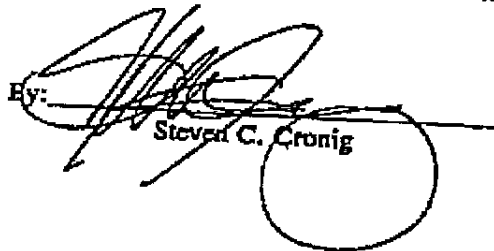
The undersigned, as the authorized agent of Coach Aviation Group, LLC., a Delaware limited liability company, files this Certificate of Amendment to the Certificate of Formation of the Company, originally filed on February 3, 1999. The Certificate of Formation is amended as follows:

The name of the limited liability company is changed from "Coach Aviation Group, LLC." to "Opa-locka Aviation Group, LLC.".

In all other respects, the Certificate of Formation remains unchanged and in full force and effect. The effective date of this Certificate of Amendment shall be the 22nd day of February 2000.

IN WITNESS WHEREOF, the undersigned, as the authorized agent of the Company, has executed the foregoing Certificate of Amendment as of the 22nd day of February 2000.

STEVEN CARLYLE CRONIG & ASSOCIATES, P.A.

By: 
Steven C. Cronig

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File #0001-0017 Filed: February 18, 2000
#2000 Steven Carlyle Cronig & Associates, P.A.

STEVEN CARLYLE CRONIG & ASSOCIATES, P.A., ATTORNEYS AT LAW
207 Continental Plaza, 3250 Mary Street, Coconut Grove, Florida 33133 Telephone (305) 444-6300 Telefax (305) 444-6334