

P 00000017826

April 20, 2000

Spruce Creek Aircraft Sales, Inc.
1996 Ardmore Drive
Daytona Beach, FL 32124

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

ATT: Amendment Section

To Whom It May Concern:

Please find enclosed Articles Of Amendment to Articles Of Incorporation for Spruce Creek Aircraft Sales, Inc. Should you have further questions regarding this transaction please call me at 90-304-8424. Thank you for your assistance.

Sincerely,



Richard G. Chiavola
Initial Registered Agent

300003220453--6
-04/24/00-01089-016
*****43.75 *****43.75

P.S. Please include a certified copy of this amendment. Fee is included.

904-304-8424

FILED
00 JUN -7 PM 1:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
T. LEWIS JUN 7 2000



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 17, 2000

RICHARD G. CHIAVOLA
SPRUCE CREEK AIRCRAFT SALES, INC.
1996 ARDMOR DRIVE
DAYTONA BEACH, FL 32124

SUBJECT: SPRUCE CREEK AIRCRAFT SALES, INC.
Ref. Number: P00000017826

We have received your document for SPRUCE CREEK AIRCRAFT SALES, INC. and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

In accordance with our telephone conversation, the attached document is being returned.

A refund in the amount of \$43.75 will be issued. Please allow at least 60 to 90 days for the refund to be processed.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 900A00027942



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 3, 2000

RICHARD G. CHIAVOLA
SPRUCE CREEK AIRCRAFT SALES, INC.
1996 ARDMOR DRIVE
DAYTONA BEACH, FL 32124

SUBJECT: SPRUCE CREEK AIRCRAFT SALES, INC.
Ref. Number: P00000017826

We have received your document for SPRUCE CREEK AIRCRAFT SALES, INC. and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

Please refer to the Original Articles of Incorporation Article IV, is the registered agent not the incorporators. You can add Article VI to list officers and/or directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 900A00024501

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
00 JUN -7 PM 1:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SPRUCE CREEK AIRCRAFT SALES, INC.

1996 ARDMOR DRIVE, DAYTONA BEACH, FL 32124
(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)

ADD ARTICLE VI. OFFICERS

THE PRESIDENT WILL BE RICHARD G. CHIAVOLA. ^{1996 ARDMOR DRIVE} DAYTONA BEACH, FL 32124
THE VICE PRESIDENT WILL BE WES TURNER. 451 LESLIE DRIVE
POETORANGE FL, 32127

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:

ARTICLE III (SHARES) AS FOLLOWS:

100 SHARES SPLIT

50 SHARES RICHARD G. CHIAVOLA

50 SHARES WES TURNER

KENNETH STARNES RELINQUISHES ALL SHARES.

THIRD: The date of each amendment's adoption: APRIL 20, 2000

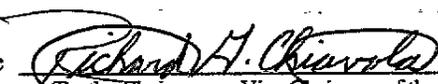
FOURTH: Adoption of Amendment(s) (CHECK ONE)

- 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 _____ voting group."

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 20 day of APRIL, 2000

Signature  
(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)

RICHARD G. CHIAVOLA
Typed or printed name

Incorporator
Title