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Florida Department of State
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Division of Corporations
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Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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BASIC AMENDMENT

SWISSJET INC.

Certificate of Status	0
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Page Count	02
Estimated Charge	\$35.00

Amendment

7-11-00

DC

7/10/00 5:55 PM

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**ARTICLES OF SECOND AMENDMENT
TO
AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
SWISSJET INC.**

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)

ARTICLE IV - Capital Stock - The first paragraph shall read:

The number of shares of capital stock which the Corporation shall have authority to issue is 50,000,000 shares of Common Stock, par value \$.001 per share (the "Common Stock") and 50,000,000 shares of Preferred Stock, par value \$.001 per share (the "Preferred Stock"). The issuance of additional Common Stock and the issuance of Preferred Stock may be completed at such times and under such terms as determined by the Board of Directors.

SECOND: The date of the above amendments adoption is June 29, 2000.

THIRD: Adoption of Amendment:

The amendment was approved by the shareholders. The number of votes cast for the amendment were sufficient for approval.

Signed this 29th day of June, 2000.

Signature



SERGE F. FELLER, President

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