

P00000054197

LAW OFFICES  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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July 12, 2000

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Lybeten Airline, Inc. (the "Company")

Dear Sir or Madam:

In connection with the above referenced Company, this correspondence is to request that you file the enclosed Articles of Amendment to the Articles of Incorporation. In that regard, I am enclosing an original and one copy of said Amendment. Also enclosed is a check for \$35.00 made payable to the Secretary of State for the filing fee. Please send a copy of the filed Articles of Amendment to me at this address.

If you have any questions or need any further information, please do not hesitate to contact me.

Very truly yours,

RICHARD P. GREENE, P.A.

*Richard P. Greene*

Richard P. Greene  
For the Firm

*Amend  
7-24-00  
RHS  
SF*

RPG/evb  
Enclosures  
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ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
LYBETEN AIRLINE, INC.

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DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

The Articles of Incorporation of the above-named corporation (the "Corporation"), filed with the Department of State on the 5th day of June, 2000 and assigned Document Number P00000054197, are hereby amended pursuant to a written consent in lieu of meeting executed and approved by the holders of all of the Corporation's common stock and all of the Corporation's Directors on the 12 day of July, 2000, as follows:

**ITEM 1**

1. ARTICLE I - NAME AND ADDRESS is hereby amended to read as follows:

ARTICLE I  
NAME AND ADDRESS

The name and address of the principal office and/or mailing address of the Corporation is as follows:

Lybeten Airline, Inc.  
Fort Lauderdale Executive Airport, Hangar 34  
1575 W. Commercial Boulevard  
Ft. Lauderdale, Florida 33309

**ITEM 2**

2. ARTICLE IV - CAPITAL STOCK is hereby amended to read as follows:

ARTICLE IV  
CAPITAL STOCK

This Corporation is authorized to issue an aggregate of 10,500,000 shares as follows:

7,500,000 shares of \$.001 par value common stock and 3,000,000 shares of \$.001 par value preferred stock.

**ITEM 3**

3. ARTICLE VII - BOARD OF DIRECTORS is hereby amended to read as follows:

ARTICLE VII  
BOARD OF DIRECTORS

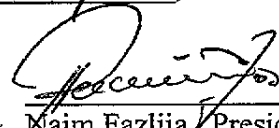
This Corporation shall have one director. The number of directors may be either increased or diminished from time to time in the manner provided in the Bylaws, but shall never be less than one. The name and address of the Director of the Corporation is as follows:

Naim Fazlija  
1575 W. Commercial Boulevard, Hangar 34  
Ft. Lauderdale, Florida 33309

This Articles of Amendment to the Articles of Incorporation was adopted by the shareholders and Directors on the 12 day of July, 2000.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to the Articles of Incorporation this 12 day of July, 2000.

By:

  
\_\_\_\_\_  
Naim Fazlija, President