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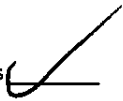
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(Business Entity Name)

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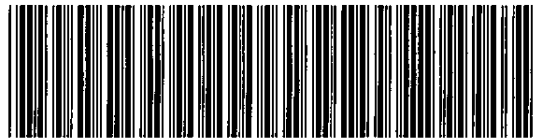
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Roberts DEC 11 2007

LAW OFFICES
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December 6, 2007

Via UPS Overnight

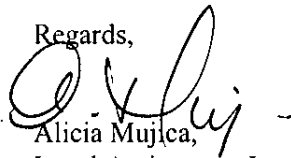
Amendment Section
Division of Corporations
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: Articles of Amendment / Aviation Capital Leasing, Inc.

Dear Sir/Madame:

Enclosed herewith please find the original executed Articles of Amendment for Aviation Capital Leasing, Inc., along with our check number 9835 in the amount of Forty Three and 75/100 (US\$43.75), for the respective filing fees.

Thank you.

Regards,

Alicia Mujica,
Legal Assistant to James W. Jarvis, Esq.

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

AVIATION CAPITAL LEASING, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I.

The name of the corporation is Aviation Capital Leasing, Inc. (the "Corporation").

II.

Article I of the Articles of Incorporation of the Corporation is hereby amended to read in its entirety as follows:

ARTICLE I - NAME

The name of the Corporation is:

Airline Capital Leasing, Inc.

The principal place of business of this Corporation shall be 6335 N.W. 36th Street, Suite # 602, Miami, Florida 33166.

This Amendment to the Articles of Incorporation was duly adopted pursuant to Section 607.1003 of the Florida Business Corporation Act by the unanimous resolution of the Board of Directors and the holders of all of the issued and outstanding shares of Common Stock of the Corporation, effective as of the close of business the 29th day of November, 2007.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be executed effective as of the close of business the 29th day of November, 2007.

By: 

Name: Leonard Simkovitz

Title: President