

P00000106649  
Aviation Legal Group, P.A.



December 3, 2001

VIA FEDERAL EXPRESS PRIORITY OVERNIGHT  
AIRBILL NUMBER: 7902 3263 9093

Department of State  
Division of Corporations - Reinstatement  
409 E. Gaines Street  
Tallahassee, FL 32399

RE: Capital Three Aviation, Inc.  
Our File No.: 300-01

300004720353--1  
-12/12/01--01007--011  
\*\*\*\*793.75 \*\*\*\*\*35.00

Dear Ladies and Gentlemen:

Enclose for filing please find an original Corporation Reinstatement for the above-referenced corporation and an original Statement of Change of Registered Office/Agent along with this firm's check in the sum of Seventy Hundred Ninety-three and 75/100 United States Dollars (US\$793.75), made payable to the Florida Department of State to cover the required filing fees and a Certificate of Status.

Thank you in advance for prompt attention to this filing. If you should have any questions, please do not hesitate to contact me at 954-763-5565.

Cordially,

AVIATION LEGAL GROUP, P.A.

*Adriana Tejada*  
Adriana Tejada  
Paralegal

adrianat@aviation-professionals.com

FILED  
01 DEC -4 PM 2:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

enclosures

cc: Scott C. Burgess, Esquire

RAIRO  
change  
Spayze  
12/12/01

A Member of the Aviation Professionals Group

**STATEMENT OF CHANGE OF REGISTERED OFFICE  
AND/OR REGISTERED AGENT FOR CORPORATION**

Pursuant to the provisions of sections 607.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in order to change its registered office and/or registered agent in the State of Florida.

- 1. The name of the corporation is Capital Three Aviation, Inc. (the "Corporation");
- 2. The mailing address of the Corporation is 5255 North Federal Highway, Boca Raton, Florida 33487;
- 3. The date of incorporation/qualification is November 15, 2000, document number P00000106649;
- 4. The name and address of the current registered agent and office is:

Gary W. Boyce  
5500 North Federal Highway  
Boca Raton, Florida 33487

- 5. The name and address of the new registered agent and office is:

Scott C. Burgess  
Aviation Legal Group, P.A.  
1041 SE 17<sup>th</sup> Street, Penthouse  
Fort Lauderdale, Florida 33316

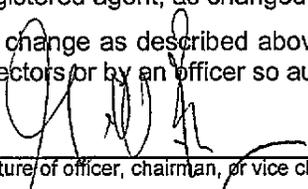
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

01 DEC -4 PM 2:31

FILED

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical)

Such change as described above was authorized by resolution duly adopted by the Corporation's board of directors or by an officer so authorized by the board of the directors.

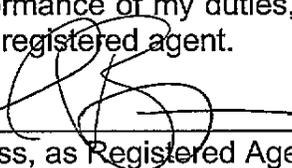


(Signature of officer, chairman, or vice chairman of the board of directors)

11/21/2001  
(date)

Gary W. Boyce, President  
(Printed name and title)

HAVING BEEN NAMED AS THE REGISTERED AGENT and to accept service of process for the above-stated corporation 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 provision of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.



Scott C. Burgess, as Registered Agent

11/30/01  
(date)

If signing on behalf of an entity:

n/a

(Printed name and title/capacity)