

P 01000084216

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BASIC AMENDMENT

AIR SUPERIORITY FUELS, INC.

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G. O'Connell JAN 31 2005



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

January 27, 2005

AIR SUPERIORITY FUELS, INC.
603 SW 77TH WAY
PEMBROKE PINES, FL 33023SUBJECT: AIR SUPERIORITY FUELS, INC.
REF: P01000084216

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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Letter Number: 005A00005769

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

H05000022128

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

AIR SUPERIORITY FUELS, 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 adopted:

ARTICLE I is amended to read:

The name of this Corporation shall be:

AIR SUPERIORITY FLORIDA, INC.

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:

THIRD: The date of each amendment's adoption: January 25, 2005.

FOURTH: Adoption of Amendment:

The Amendment was adopted by the Board of Directors without shareholder action and shareholder action was not required.

Signed this 25th day of January, 2005.


WILLIAM R. VRASIL, Director

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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January 31, 2005

VIA FACSIMILE ONLY
(305) 633-9696

Empire Corporate Kits of America, Inc.
2444 N.W. 7th Place
Miami, Florida 33127

RE: AIR SUPERIORITY FUELS, INC.
Name Change to: AIR SUPERIORITY FLORIDA, INC.

To Whom it May Concern:

We have reviewed the Florida Department of State's January 27, 2005 letter under Reference No. P01000084216 and thereafter spoke with a representative of that office. We explained, as corporate counsel to Air Superiority Fuels, Inc. and Air Superiority, Inc. that Air Superiority, Inc. and Air Superiority Fuels, Inc. has the same owners and officers. The representative indicated that if we had notified them of that and resubmitted the documents, that they would accept the change in name for Air Superiority Fuels, Inc. to Air Superiority Florida, Inc.

Accordingly, you are authorized to forward this letter and the enclosed printouts reflecting the officers and directors of the above-referenced two corporations along with the original name change application.

Thank you for your cooperation and handling of the name change of Air Superiority Fuels, Inc. to Air Superiority Florida, Inc.

Very truly yours,

FISCHLER & FRIEDMAN, P.A.

[Signature]
MICHAEL A. FISCHLER
For the Firm

MAF/dhs