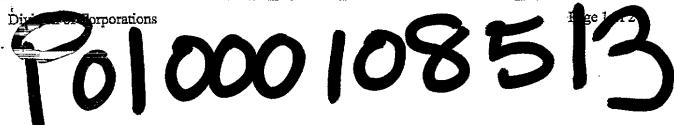
FAX:

PAGE 1



Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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To:

Division of Corporations

Fax Number

.: (850)205~0380

From:

Account Name

: GENESIS ACCOUNTING SERVICES, CORP.

Account Number : I2000000018

Phone

(954) 420-0051

Fax Number

(954) 420-0331

BASIC AMENDMENT

STUART AIRCRAFT REFINISHING INC.

Certificate of Status Certified Copy 0 01 Page Count Estimated Charge \$43,75

FLORIDA DEPARTMENT OF STATE DIVISION OF CORPORATIONS P.O. BOX 6327 TALLAHASSEE, FL 32314

RE: AMENDMENT OF ARTICLES

Corporation: STUART AIRCRAFT REFINISHING INC.

Document Number: P01000108513

To whom it may concern,

We are sending the Amendment of the Articles of our Incorporation. We would like to ask you for a Certificate of Status, after the Amendments are registered.

We are including the Fees at the amount of **US\$** 43.75. Please send us also a Certificate of Status; stating this amendment has been processed.

If there is any other necessary information concerning this matter, please feel free to contact me. Thank you

Sincerely,

CHARLES C. LIMA

President

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

STUART AIRCRAFT REFINISHING INC.

(Present name)

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:

Document # P01000108513

Florida - April 01, 2002.

First: Article(s) changed: AMENDED.

ARTICLE VI - SUBSCRIEERS

ARTICLE XVI - BOARD OF DIRECTORS OF INCORPORATION

ARTICLE XIII - REGISTERED OFFICE/AGENT

Second: The date of Adoption of the Amendments.

D2 APR 24 AM II: 53
SECRETARY OF STATEA
TALLAHASSEE, FLORIDA

Third: Adoption of Amendments.

First: Articles Amended

ARTICLE VI - SUBSCRIBERS

The name and street addresses and the number of shares of stock, subscribe to by each person signing these Articles of Incorporation NOW are:

NAME	ADDRESS	SHARES
CHARLES C. LIMA PRESIDENT / SECRETARY	7301 Plumosa Ln Fort Pierce, FL 34951	50%
LUDIMILA R. LIMA VICE-PRESIDENT / TREASURY	7301 Plumosa Ln Fort Pierce, FL 34951	50%

ARTICLE XVI - BOARD OF DIRECTORS OF INCORPORATION

This corporation NOW shall have two (2) directors. The number of Directors may be increased or diminished from time to time in accordance with by-laws adopted by the stockholders. The name and address or the Board of Directors of this corporation NOW is:

NAME	ADDRESS
CHARLES C. LIMA	7301 Plumosa Ln
PRESIDENT / SECRETARY	Fort Pierce, FL 34951
LUDIMILA R. LIMA	7301 Plumosa Ln
VICE-PRESIDENT / TREASURY	Fort Pierce, FL 34951

ARTICLE XIII - REGISTERED OFFICE/AGENT

The street address of the registered office of this corporation is 2001 SE ATRPORT RD HANGAR # Q, STUART, FL 34996, and the name of the NEW registered agent of this corporation at that address is CHARLES C. LIMA.

Second: The date of adoption of the amendments

The date of adoption of the amendments is:

April 1ST, 2002

Third: Adoption of Amendment.

The Amendments were adopted by the directors without shareholder action and shareholder action was not required.

IN WITNESS WHEREOF, the undersigned being the original subscribers to the capital stock here for the purpose of forming a corporation to do business in the State of Florida, under the laws of the State of Florida, do make and file these Amendment of Articles Incorporation, here by declaring and certifying that the facts herein stated all true and do agree to take the number of shares herein set forth and hereunto set our hands and seals this 1st day of April of 2002.

PRESIDENT / SECRETARY

LUDIMILA R.

YICE-PRESIDENT / TREASURY

ALTAIR J. SILVA Resigned Officer

ADILSON RIBEIRO

Resigned Officer

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT AND REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENTS IN DESIGNATING THE REGISTERED OFFICE AND REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

STUART AIRCRAFT REFINISHING INC.

2. The name and address of the registered agent and office is:

CHARLES C. LIMA

2001 SE AIRPORT RD HANGAR # Q

Stuart, FL 34996

City - State - Zip

Having been named as 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 provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

04/22/2002 (Data)

DIVISION OF CORPORATIONS P.O. BOX 6327, TALLAHASSEE, FL 32314