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DIVISION OF CORPORATIONS

DISSOLUTION OR WITHDRAWAL
EMBRAER AIRCRAFT MARKETING CORPORATION

FILED
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TALLAHASSEE FLORIDA

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**ARTICLES OF DISSOLUTION
OF
EMBRAER AIRCRAFT MARKETING CORPORATION**

Pursuant to Section 607.1403 of the Florida Statutes, the undersigned Florida for Profit Corporation submits the following Articles of Dissolution for the purpose of dissolving the Corporation:

1. The name of the corporation filing these Articles of Dissolution EMBRAER AIRCRAFT MARKETING CORPORATION (the "Corporation").
2. The Corporation authorized the dissolution by a written consent of shareholders dated as of the 31st day of July, 2006.
3. The dissolution was approved by a written consent of shareholders holding a sufficient number of votes to approve the dissolution.

IN WITNESS WHEREOF, the undersigned Financial Manager and Secretary of EMBRAER AIRCRAFT MARKETING CORPORATION have executed these Articles of Dissolution, on behalf of the Corporation, to be effective on the 31st day of July, 2006.

By: [Signature]
Name: Christopher J. Appleton
Title: Financial Manager

By: [Signature]
Name: Fabio F. Cunha
Title: Secretary

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