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BASIC AMENDMENT

GENESIS ATR, INCORPORATED

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SECRETARY OF STATE TALLAHASSEE. FLORIDA

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

GENESIS AIR, INCORPORATED

Pursuant to the previsions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article #: P02000056722

Change Sheree Brown from President to Secretary

Add Kevin Miller as Vice-President

Add FEI #: 201379228

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 5, 2005

FOURTH: Adoption of Amendment(s) (Check One)

The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval to

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	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder and shareholder action was not required.
	The amendment(s) was/were adopted by the incorporators without shareholders action and shareholder action was not required.
	Signed this
Ci	
Signati	(By the Cheliman of Vice Cheliman of the Board of Directors, Precident or other officer accoping by the Shareholders)
	A B
	OR (By a director if adopted by the directors)
	(D) a chaptoi n moodian ol ule chaptinal
	O Ř
	(By an incorporator if adopted by the incorporators)
	Kevin Miller
	Typed or printed name
	Vice-President
	Titla

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