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BASIC AMENDMENT
MILLENNIUM AVIATION INC.

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**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
MILLENNIUM AVIATION INC.,
a Florida corporation**

Pursuant to the Florida Business Corporation Act, Article I of the Articles of Incorporation of MILLENNIUM AVIATION INC., a Florida corporation, hereinafter referred to as the "Corporation", is amended to read as follows:

ARTICLE I Name

The name of the Corporation is **SKYKAR AVIATION, INC.**

The foregoing Amendment to the Articles of Incorporation of the Corporation was proposed and unanimously approved by the Corporation's sole director and sole shareholder by Joint Written Consent effective as of September 24, 2003.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment this 24th day of September, 2003.

**MILLENNIUM AVIATION INC.,
a Florida corporation**



Mason Shojace, President

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