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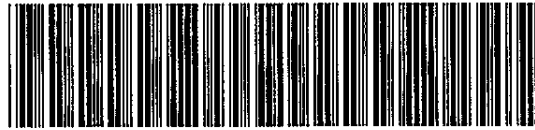
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Amend

C. Coulliette MAY 19 2006

STEWART & STORTER, ATTORNEYS AT LAW

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9130 Galleria Court
Naples, Florida 34109
Voice: (239) 594-1800
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James C. Stewart, Jr.
JCSJr@StewartandStorter.com

May 9, 2006

Susan J. Storter
SJS@StewartandStorter.com

DIVISION OF CORPORATIONS
Florida Department of State
Post Office Box 6327
Tallahassee, Florida 32314

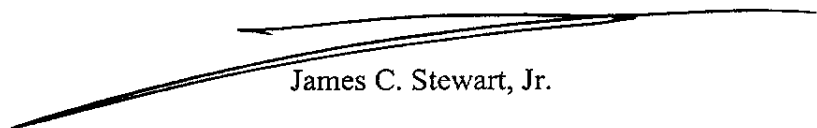
RE: ARK CHARTERS, INC., a Florida corporation

Dear Sir or Madam:

Enclosed herein please find articles of amendment to articles of incorporation for the above referenced corporation. Also enclosed is this firm's operating account check in the amount of \$35.00 to cover the cost of filing these articles of amendment.

Please file the foregoing articles. I appreciate your assistance in this matter.

Sincerely,



James C. Stewart, Jr.

cc: Mr. Darren Kelly
Mrs. Alexandra Kelly
Mr. Alfredo Hernandez

ENCLOSURES AS INDICATED

**ARTICLES OF AMENDMENT TO ARTICLES OF
INCORPORATION**

OF

ARK CHARTERS, INC.,
a Florida corporation

Pursuant to *Florida Statutes* Section 607.1006, **ARK CHARTERS, INC., a Florida corporation**, the undersigned corporation (the "Corporation") hereby adopts the following Articles of Amendment to its Articles of Incorporation:

SECTION ONE: The name of the Corporation is **ARK CHARTERS, INC., a Florida corporation**.

SECTION TWO: The following amendments to the Corporation's Articles of Incorporation (the "Articles") were adopted by the unanimous vote of the Corporation's shareholders on APRIL 13, 2006, in the manner prescribed by the Florida Business Corporation Act.

SECTION THREE: Article IV of the Articles is hereby amended, so that as so amended, said Article IV shall provide, in its entirety, as follows:

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares that the Corporation is authorized to issue is **ONE MILLION (1,000,000)** shares of common stock, the par value of each such share shall be **ONE AND NO/100S DOLLARS (\$1.00)**. Par value shall have no effect on the Corporation's capital structure.

ATTEST:

(CORPORATE SEAL)


ALEXANDRA KELLY
Corporate Secretary

ARK CHARTERS, INC.,
a Florida corporation

By:


DARREN KELLY
Its President

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2006 MAY 12 AM 8:53
TALLAHASSEE, FLORIDA