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BASIC AMENDMENT

FLIGHT POWER MANAGEMENT GROUP, INC.

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FLORIDA DEPARTMENT OF STATE

Glanda E. Hood
Secretary of State

October 8, 2004

FLIGHT POWER MANAGEMENT GROUP, INC.
2601 S BAYSHORE DR STE 1600
MIAMI, FL 33133

SUBJECT: FLIGHT POWER MANAGEMENT GROUP, INC.
REF: P04000053448

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If the corporation is a PROFIT corporation it must be signed by a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.

If the corporation is a NOT FOR PROFIT corporation it must be signed by the chairman or vice chairman of the board, president or other officer - if directors have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.

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**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION OF
FLIGHT POWER MANAGEMENT GROUP, INC.**

1. The name of this corporation is Flight Power Management Group, Inc., a Florida corporation (the "Company"), whose principal office address is 2601 S. Bayshore Drive, Suite 1600, Miami, Florida 33133.
2. The Articles of Incorporation of the Company are hereby amended to add the following Article VII:

"ARTICLE VII - INITIAL BOARD OF DIRECTORS; INITIAL OFFICERS"

The initial Board of Directors shall consist of two members. The number of directors may be increased or decreased from time to time by vote of the Board of Directors, but in no case shall the number of directors be less than one nor more than seven. The names and addresses of the directors constituting the initial Board of Directors and of the initial officers are:

Name & Title	Address
Mario Galego, Jr., President	2601 S. Bayshore Drive Suite 1600 Miami, Florida 33133
Victor M. Garcia, Vice President, Secretary and Treasurer	2601 S. Bayshore Drive Suite 1600 Miami, Florida 33133"

3. The foregoing amendment was adopted by the Unanimous Written Consent of the Shareholders and Directors of the Company, on October 8, 2004, in accordance with the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has duly executed these Articles of Amendment on this 8th day of October, 2004.

FLIGHT POWER MANAGEMENT GROUP, INC.

By: 
Carlos A. Mas
Assistant Secretary