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TALLAHASSEE, FLORIDA

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TRANSMITTAL LETTER

May 25, 2007

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

**SUBJECT: AIR ON TIME, INC.
ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION &
DESIGNATION OF NEW REGISTERED AGENT**

Enclosed are an original plus one (1) copy of the Articles of Amendment to the Articles of Incorporation, Amended Certificate Designating Registered Agent, and a check for \$70.00 (Filing Fee: \$35.00 for Articles of Amendment to the Articles of Incorporation and \$35.00 for Designation of New Registered Agent).

Please forward the filed Articles of Amendment to the Articles of Incorporation and Amended Certificate Designating New Registered Agent directly to our attorney's attention: Seth T. Weinstein, Esq. of Sokoloff & Weinstein, P.A., Attorneys at Law, 11440 Okeechobee Blvd., Suite 104, Royal Palm Beach, Florida, 33411. A self-addressed stamped envelope is enclosed for your convenience. Thank you for your anticipated cooperation.

FROM: MARK W. BRADLEY and REIN A. JAAKSON, Co-Directors
AIR ON TIME, INC.
16105 Temple Blvd.
Loxahatchee, Florida 33470

RECEIVED
07 MAY 31 AM 8:00
DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION OF AIR ON TIME, INC.

FILED
07 MAY 31 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section §607.1006, Florida Statutes by corporate resolution and unanimous agreement of the shareholders and directors, this corporation, AIR ON TIME, INC. adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST:

Amendment(s) adopted:

A) ARTICLE IV. *shall be deleted in its entirety and replaced with the following:*

“ARTICLE IV. CAPITAL STOCK

The corporation shall be capitalized as follows: The total number of shares of common capital stock authorized shall be one hundred (100) shares of common stock having a revised par value of \$306.12 (three hundred and six dollars and 12/100 cents) per share.

All or any part of said capital stock may be paid for in cash, in property (excepting stock and securities in labor or services or any combination thereof) at a fair valuation to be fixed by the incorporator at a meeting called for such purpose. All stock when issued and fully paid shall be non-assessable. These shares shall be designated "common shares".

The Board of Directors is authorized to issue "Section 1244 Stock" as defined in Section 1244 of the Internal Revenue Code.

Any shareholder and any representative of a deceased or incompetent shareholder of AIR ON TIME, INC. may sell or transfer his/her shares in such corporation.

Currently, fifty-one (51) shares of said common stock will be issued to MARK W. BRADLEY, Co-Director and forty nine (49) shares of said common stock will be issued to MR. REIN A. JAAKSON, Co-Director, *with the corporation having the ability to issue new shares of common stock for future expansion as empowered by these Articles and by Florida Law.*

All corporate shares held by MARK W. BRADLEY and REIN A. JAAKSON, the Co-Directors of AIR ON TIME, INC., shall be held as Tenants-In-Common, and **not** as Joint Tenants with Rights of Survivorship.”

MS
RD

- B) ARTICLE V. REGISTERED AGENT shall be deleted in its entirety and replaced with the following:

“ARTICLE V. REGISTERED AGENT

The name of the registered agent of this corporation at that address is:

SETH T. WEINSTEIN, ESQUIRE
SOKOLOFF & WEINSTEIN, P.A.
11440 OKEECHOBEE BOULEVARD
SUITE 104
ROYAL PALM BEACH, FLORIDA 33411.”

- C) ARTICLE VII. INITIAL OFFICER(S) AND/OR DIRECTOR(S) *shall be deleted in its entirety and replaced with the following:*

“ARTICLE VIII. BOARD OF DIRECTORS

Although there was one initial director/president of the corporation, AIR ON TIME, INC., MR. MARK W. BRADLEY, subsequently, via corporate resolution, AIR ON TIME, INC. and MR. MARK W. BRADLEY transferred 49 shares in the corporation, to REIN A. JAAKSON, who shall now serve as the Co-Director of AIR ON TIME, INC.

The number of Directors may be increased (or, at a later date, should there be more than Director, diminished) from time to time by By-Laws adopted by the stockholders, but shall never be less than one (1). The names and address of the member of the current Board of Directors are:

MARK W. BRADLEY, Co-Director
AIR ON TIME, INC.
16105 Temple Blvd., Loxahatchee, Florida 33470

And

REIN A. JAAKSON, Co-Director
AIR ON TIME, INC.
10842 Granite Street
Boca Raton, Florida 33428

The corporation shall indemnify any and all persons who may serve or who have served at any time as Directors or Officers, or who at the request of the Board of Directors of the corporation may serve or at any time have served as Directors or Officers of another corporation in which the corporation at such time owned or may own shares of stock or



of which it was or may be a creditor, and their respective heirs, administrators, successors, and assigns, against any and all expenses, including amounts paid upon judgments, fines, counsel fees, and amounts paid in settlement (before or after suit is commenced), actually and necessarily incurred by such person in connection with the defense or settlement of any claim, action, suit, or proceeding in which they, or any of them, are made parties, or a party, or which may be asserted against them or any of them, by reason of being or having been Directors or Officers or a Director or Officer of the corporation, or of such other corporation, except in relation to matters as to which any such Director or Officer or former Director or Officer or person shall be adjudged in any action, suit, or proceeding to be liable for gross negligence or intentional misconduct in the performance of his/her duty. Such indemnification shall be in addition to any other rights to which those indemnified may be entitled under any law, By-Laws which may be drafted contemporaneous with these Articles of Incorporation or at a later date, agreement, vote of stockholders, or otherwise."

SECOND:

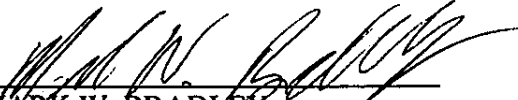
This/These Amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

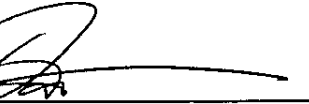
The date of adoption of this amendment is May 25, 2007.

THE REMAINDER OF THIS PAGE IS LEFT BLANK INTENTIONALLY.



Signed this 25th day of May, 2007.


MR. MARK W. BRADLEY
Co-Director of AIR ON TIME, INC.


MR. REIN A. JAAKSON
Co-Director of AIR ON TIME, INC.

STATE OF FLORIDA :
COUNTY OF PALM BEACH :

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgements, personally appeared MARK W. BRADLEY and REIN A. JAAKSON, to me well known to be the persons described as the Co-Directors of AIR ON TIME, INC., who provided Florida Driver's Licenses as identification, and who executed the foregoing Articles of Incorporation and they acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this day of May, 2007.


NOTARY PUBLIC, STATE OF FLORIDA

x Sarah Senecal
Name typed or printed
Commission No.:
Commission Expires:



SARAH SENECAL
MY COMMISSION # DD 443348
EXPIRES: August 20, 2009
Bonded Thru Budget Notary Services



**AMENDED CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR SERVICE OF PROCESS WITHIN THE STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, and the provisions of Florida Statute Section 607.0501, the following is submitted, in compliance with said Act:

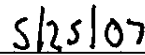
That **AIR ON TIME, Inc.**, a corporation organized under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at 16105 Temple Blvd., Loxahatchee, Florida 33470, has now named Seth T. Weinstein, Esq., of Sokoloff & Weinstein, P.A. whose address is 11440 Okeechobee Blvd., Suite 104, City of Royal Palm Beach, County of Palm Beach, State of Florida, 33411 as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



SETH T. WEINSTEIN, ESQUIRE
Sokoloff & Weinstein, P.A.
Registered Agent For: **AIR ON TIME, Inc.**



Date: