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AJ AIR SERVICES, INC.

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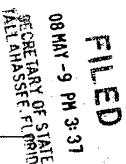
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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



AJ AIR SERVIÇES, INC.

(present name)

Pursuant to the provisions 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 5: Amended - The officers of the Corporation shall be:

PRESIDENT: AGILSON MENDONCA - 5058 NW 51ST AVE. - COCONUT CREEK FL 33073

VICE - PRESIDENT, KAROLINE A MENDONCA - 5058 NW 51ST AVE. - COCONUT CREEK FL 33073

TRESUARY: WILLIAM DAUSCH - 5058 NW 51ST AVE. - COCONUT CREEK FL 33073

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 adop	tion:	
FOURTH: Adoption of Amendment(s) (CHECK ONE)			
	The amendment(s) was/were appropriate the amendment(s) was/were	proved by the shareholders. The number of votes east sufficient for approval.	
	The amendment(s) was/were app	proved 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 by _ voting group The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required. The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required. Signed this 08 day of MAY Signature ainman or Vice Chairman of the Board of Directors, President or other officer if adopted by (By the Chairman the marcholders) OR (By a director if adopted by the directors) OR (By an incorporator if adopted by the incorporators)