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Division of Corporations

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT  
TO  
AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
VORTEX AVIATION, INC.**

The undersigned, duly authorized officer of Vortex Aviation, Inc. (the "Corporation") certifies as follows:

**FIRST:** The Corporation's Articles of Incorporation were filed with the Secretary of State of Florida on September 10, 2007 Document No. P07000100895.

**SECOND:** The Corporation's Articles of Incorporation were Amended and Restated by the Amended and Restated Articles of Incorporation filed with the Secretary of State of Florida on December 27, 2013.

**THIRD:** These Articles of Amendment were adopted by all of the Corporation's directors and shareholders on September 30, 2014. The Corporation is filing these Articles of Amendment to the Amended and Restated Articles of Incorporation in accordance with Section 607.1006 of the Florida Business Corporation Act.

**FOURTH:** The Corporation's Amended and Restated Articles of Incorporation are hereby amended by entirely deleting Article IV and replacing it with the following:

**ARTICLE IV**

1. The total number of shares of all classes of stock that the Corporation may issue is 150,000 shares, consisting of (A) 100,000 shares of Common Stock, with a par value of \$0.01 per share (the "Common Stock") and (B) 50,000 shares of Non-Voting Common Stock, with a par value of \$0.01 per share (the "Non-Voting Common Stock").
2. Each holder of Common Stock, in the capacity as a holder of Common Stock, is entitled to one vote for each share of Common Stock held of record by such holder on all matters on which stockholders generally are entitled to vote.
3. Holders of Non-Voting Common Stock, in their capacity as holders of Non-Voting Common Stock, are not entitled to vote on any matters on which stockholders generally are entitled to vote.
4. Except for voting rights, Common Stock and Non-Voting Common Stock have identical rights and together are entitled to receive the net assets of the Corporation upon dissolution.

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The duly authorized officer of the Corporation is signing these Articles of Amendment to Amended and Restated Articles of Incorporation on the date set forth under that officer's signature below.

Vortex Aviation, Inc.

By: Paul C. Kaufman

Title: President

Name: PATRICK KAUFMAN

Date: 07/30/2014