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P94000079953

November 6, 1997

Secretary of State of Florida  
Division of Corporations  
409 East Gaines Street  
P. O. Box 6327  
Tallahassee, FL 32314

900002348559--3  
-11/17/97--01054--008  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: Phoenix Aircraft Sales & Rental, Inc.

To Whom It May Concern:

Enclosed please find the original and one photocopy of the Statement of Change of Registered Office or Registered Agent or Both for Corporations which is being filed on behalf of the above referenced corporation. I am also enclosing our firm check in the amount of \$35.00 for fees related to this request along with a self-addressed stamped envelope for your convenience in returning to us a file-stamped copy of this document.

Thank you for your assistance, if you have any questions, please call.

Very truly yours,

*John D. Milton, Jr.*  
John D. Milton, Jr.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

97 NOV 17 AM 9:50

APPROVED  
AND  
FILED

JDMJr:hw  
Enclosures

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Florida Department of State, Sandra B. Mortham, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: Phoenix Aircraft Sales & Rental, Inc.

2. The mailing address of the corporation is: 3000 Independent Square Jacksonville, Florida 32202

3. Date of incorporation/qualification: Dec. 31, 1994 Document number: P04000079953

4. The name and address of the current registered agent and office:

Norma W. McCormick
3000 Independent Square
Jacksonville, Florida 32202

5. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

Georgiette Jamison-Johnson
One Independent Drive, Suite 3000
Jacksonville, Florida 32202

APPROVED AND FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
57 NOV 17 AM 9:50

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Harold A. Shafer (Signature) 11-3-97 (Date)
(Signature of an officer, chairman or vice chairman of the board) (Date)

Harold A. Shafer, President
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Georgiette Jamison-Johnson (Signature) 11-5-97 (Date)
(Signature of Registered Agent) (Date)

If signing on behalf of an entity:

Georgiette Jamison-Johnson Registered Agent
(Typed or Printed Name) (Capacity)