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September 24, 1997

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*****87.50 *****87.50

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

Re: CASEY AEROSPACE CORPORATION

Dear Sir:

Enclosed for filing are articles of amendment to the articles of incorporation of the above-named corporation.

Also enclosed is a check in the amount of \$87.50 for the amendment fee and for return of a certified copy of the articles of amendment.

Sincerely,

Patrick A. Raley

PAR/js
encl.

FILED
97 SEP 26 AM 8:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

See

10/1

Amend

CERTIFICATE OF AMENDMENT
ARTICLES OF INCORPORATION OF
CASEY AEROSPACE CORPORATION

FILED
97 SEP 26 AM 8:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being the president and secretary of CASEY AEROSPACE CORPORATION, a corporation organized and existing under and by virtue of the general corporation laws of the State of Florida,

DOES HEREBY CERTIFY:

FIRST: That Article III of the Certificate of Incorporation be and is hereby amended to read as follows:

"ARTICLE III - The amount of capital stock authorized by this corporation shall be 10,000,000 shares for the par value of \$ 0.001 per share."

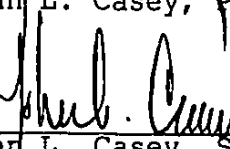
SECOND: This amendment was duly adopted by vote of a sufficient number of the shareholders of the sole class of outstanding common stock of the corporation required for approval at a special meeting given pursuant to notice and held on September 2, 1997.

IN WITNESS WHEREOF I have signed this certificate this 2nd day of September, 1997.

(SEAL)

Attest:


John L. Casey, President


John L. Casey, Secretary