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AIR GRECO, INC.

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ARTICLES OF AMENDMENT  
TO ARTICLES OF INCORPORATION OF  
AIR GRECO, INC.

Pursuant to Section 607.1006 of the Florida Business Corporation Act, the undersigned Corporation adopts these Articles of Amendment.

FIRST: The name of the Corporation is AIR GRECO, INC.

SECOND: The Articles of Incorporation of this Corporation are amended by changing Article III so that, as amended, said Article shall read as follows:

ARTICLE III

This Corporation is authorized to issue an aggregate of Eleven Million (11,000,000) shares of capital stock, divided as follows:

- A. Ten Million (10,000,000) shares of Class A Common Stock, par value \$0.01 per share ("Class A Common Stock");
- B. One Million (1,000,000) shares of Class B Non-Voting Common Stock, par value \$0.01 per share ("Non-Voting Common Stock").

The following is a description of each class of stock of the Corporation with the preferences, conversion and other rights, restrictions, voting powers, and qualifications of each class:

- A. Except as hereinafter provided with respect to voting powers, the Class A Common Stock and the Non-Voting Common Stock of the Corporation shall be identical in all respects.
- B. With respect to voting powers, except as otherwise required by the Florida Business Corporation Act, the holders of Class A Common Stock shall possess all voting powers for all purposes, including by way of illustration and not of limitation the election of directors, and the holders of Non-Voting Common Stock shall have no voting power whatsoever, and no holder of Non-Voting Common Stock shall vote on or otherwise participate in any proceedings in which actions shall be taken by the Corporation or the shareholders thereof or be entitled to notification as to any meeting of the Board of Directors or the shareholders.

Subject to all of the rights as expressly provided by law, the Common Stock of all classes of the Corporation shall possess all such rights and

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privileges as are afforded to capital stock by applicable law in the absence of any express grant of rights or privileges in these Articles of Incorporation, including, but not limited to, the following rights and privileges:

- (i) dividends may be declared and paid or set apart for payment upon the Common Stock out of any assets or funds of the Corporation legally available for the payment of dividends;
- (ii) the holders of Class A Common Stock shall have the right to vote for the election of directors and on all other matters requiring stockholder action, each share being entitled to one vote; and
- (iii) upon the voluntary or involuntary liquidation, dissolution or winding-up of the Corporation, the net assets of the Corporation available for distribution shall be distributed pro rata to the holders of the Common Stock in accordance with their respective rights and interests.

THIRD: The Articles of Incorporation are amended by (i) deleting and removing Articles IV, VII and XII; (ii) renumbering Articles V and VI as Articles IV and V, respectively; (iii) renumbering Articles VIII, IX, X and XI as Articles VI, VII, VIII and IX, respectively; and (iv) renumbering Article XIII as Article X.

FOURTH: The Amendment to the Articles of Incorporation of the Corporation set forth above was adopted on June 1, 2005.

FIFTH: The number of votes cast for the Amendment by the Shareholders was sufficient for approval.

AIR GRECO, INC.

By: 

Robert G. Rupard, President