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SEAPLANES OF KEY WEST, INC.

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September 5, 2007

FLORIDA DEPARTMENT OF STATE

Division of Corporations

SEAPLANES OF KEY WEST, INC. 3471 SOUTH ROOSEVELT BOULEVARD KEY WEST, FL 33040

SUBJECT: SEAPLANES OF KEY WEST, INC.

REF: P96000085155

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If the corporation is a PROFIT corporation it must be signed by a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.

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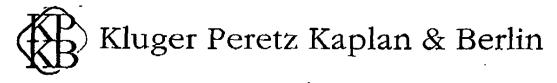
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Florida Department of State

From: Mirna Hormechea

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Phone:

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Re: (((H070002181973)))

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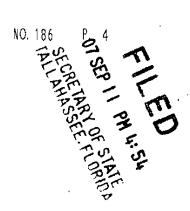
Message:

Please find attached for filing the Amendment to Articles of Incorporation of Seaplanes of Key West, Inc..

Do not hesitate to contact me with any concerns regarding the attached documents.

Mima Hormechea Paralegal (((H070002181973)))

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF SEAPLANES OF KEY WEST, INC.



Pursuant to the provisions of section 607.1006 of the Florida Statutes, Seaplanes of Key West, Inc., a Florida corporation (the "Corporation"), adopts the following Articles of Amendment to its Articles of Incorporation which were filed with the Florida Department of State on October 14, 1996, as document number P96000085155.

DIRECTORS and OFFICERS

Keith St. Clair - Director and President Robert Peres - Director and Vice President

REGISTERED AGENT and OFFICE

The registered agent is Miami Center Registered Agents, LLC with a business address at 201 South Biscayne Boulevard, Suite 1700, Miami, Florida 33131.

The foregoing amendment was adopted by the unanimous consent of the Board of Directors and Shareholders on September 4, 2007.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment effective as of the 4th day of September, 2007.

Keith St. Clair

Director

(((H070002181973)))

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above-stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.

MIAMI CENTER REGISTERED AGENTS, LLC, a Florida limited liability company

Dale S. Bergman, Vice President