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June 6, 1997

Division of Corporations
Bureau of Corporate Records
Amendment Section
409 East Gaines Street
Tallahassee, Florida 32399

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-06/10/97--01091--008
*****87.50 *****87.50

RE: Amendment to Articles of Incorporation of Surfing the
Internet, Inc.

Dear Sir/Madam:

Enclosed please find one (1) original and a copy of Articles of Amendment to Articles of Incorporation of Surfing the Internet, Inc. for filing with your Department, along with a copy of the Written Consent of the Incorporator, Director and Shareholder of Phillips, Eisinger & Koss, P.A. Also enclosed is our check #3343 in the amount of \$87.50 to cover the appropriate fees. Please return the certified copy to the undersigned in the self-addressed, stamped envelope which is being enclosed for your convenience.

Your prompt attention to this matter would be greatly appreciated.

Very truly yours,

Dennis Eisinger

DENNIS J. EISINGER
For the Firm

Encs.
DJE:as

Handwritten notes and signatures:
- Large handwritten 'P' and 'E' over the typed name.
- 'P97000009910' written vertically.
- '3 pgs' written horizontally.
- 'NO' written horizontally.
- 'Cert Copy' written diagonally.
- '6/10/97' written horizontally.
- '97' written at the end of the date.

ARTICLES OF AMENDMENT
OF
SURFING THE INTERNET, INC.

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, SURFING THE INTERNET, INC. (the "Corporation"), hereby adopts the following Articles of Amendment:

1. The name of the Corporation is SURFING THE INTERNET, INC.
2. ARTICLE 1 - NAME of the Articles of Incorporation of the Corporation is hereby amended so as henceforth to read as follows:

ARTICLE 1 - NAME

The name of the Corporation is DEBBIE K. AVIATION, INC.

3. The date of adoption of the aforesaid amendment was as of June 2nd 1997.
4. The said number of votes cast for the said amendment by the shareholders was sufficient for the approval thereof.

DEBBIE K. AVIATION, INC., f/k/a SURFING THE
INTERNET, INC.

By:


John L. Flowers, President and Director

By:


Deborah Ann Flowers, Vice President and
Director

**WRITTEN CONSENT OF THE INCORPORATOR, DIRECTOR
AND SHAREHOLDER OF SURFING THE INTERNET, INC.**

(Pursuant to §§607.134 and 607.181(3) of the Florida General Corporation Act)

THE UNDERSIGNED, being the Incorporator, Director and Shareholder of SURFING THE INTERNET, INC. (the "Corporation"), do hereby adopt the following resolution as and for the resolution of the Corporation. The resolution shall be deemed adopted as if adopted at a duly held meeting of the Board of Directors and shareholders of the Corporation, effected as of the date set forth below:

RESOLVED, that the Articles of Incorporation of the Corporation shall be amended to change the corporate name from SURFING THE INTERNET, INC. to DEBBIE K. AVIATION, INC., and that Articles of Amendment be filed with the Secretary of State to effectuate the name change.

DATED the 31ST day of May, 1997.

DEBBIE K. AVIATION, INC.

By: John Flowers

JOHN L. FLOWERS, Director and Shareholder

By: Deborah Ann Flowers

DEBORAH ANN FLOWERS, Director and Shareholder

By: Dennis J. Eisinger

DENNIS J. EISINGER, Incorporator