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ACCOUNT NO.

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REFERENCE

359001

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AUTHORIZATION TUCIA Pugut

COST LIMIT : \$ 87.5

ORDER DATE: May 8, 1997

ORDER TIME : 10:12 AM

ORDER NO. : 359001-005

CUSTOMER NO:

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CUSTOMER: L. A. Gornto, Jr., Esq

L. A. Gornto, Jr., Esq

Suite 400

149-f South Ridgewood Avenue

Daytona, FL 32114

DOMESTIC AMENDMENT FILING

NAME:

BRICE AVIATION INTERNATIONAL,

INC.

EFFICTIVE DATE:

XX ARTICLES OF AMENDMENT RESTATED ARTICLES OF INCORPORATION

Name

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING

XX CRRTTRIED CORV Veritors

XX CERTIFIED COPY Verification COPY PLAIN STAMPED COPY COPY CERTIFICATE OF GOOD CERTIFICATE OF GOOD W.P. Verifyer

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

PECEIVED

97 MAY -8 MI II: 34

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ARTICLES OF AMENDMENT

OF

BRICE AVIATION INTERNATIONAL, INC.



Pursuant to Section 607.1006 of the Florida Statutes, Brice Aviation International, Inc. does hereby adopt the following amendment to its Articles of Incorporation:

NAME CHANGE OF CORPORATION

1. Pursuant to "Actions By Unanimous Consent" adopted by the Shareholders and Directors of the corporation on May 5, 1997, and attached hereto as Exhibits, the name of the corporation shall be changed from Brice Aviation International, Inc. to Bryce Aviation International, Inc.; and Article I of the Articles of Incorporation of Brice Aviation International, Inc. is amended to read as follows:

NAME. The name of this corporation is: Bryce Aviation International, Inc.

EFFECTIVE DATE

2. The name change of the corporation to Bryce Aviation International, Inc. shall be effective on the filing of these Articles of Amendment with the Department of State.

IN WITNESS WHEREOF, the undersigned corporation has caused these Articles of Amendment to be signed on May 5, 1997.

Brice Aviation International, Inc.

Dennis J. Harward, President

ATTEST:

Dennis J Harward Secretary

[CORPORATE SEAL]

ACKNOWLEDGEMENT

STATE OF FLORIDA

COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 5th day of May, 1997, by Dennis J. Harward, as President and Secretary of Brice Aviation International, Inc., a Florida corporation, on behalf of the corporation, who is personally known to me and who did not take an oath.

Notary Public

State of Florida at Large My Commission Expires:

TERRI A. HEALEY
My Comm Exp. 9/05/99
Bonded By Service Ins
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ACTION BY WRITTEN CONSENT OF BOARD OF DIRECTORS

OF

BRICE AVIATION INTERNATIONAL, INC.

The undersigned, being the sole member of the Board of Directors of Brice Aviation International, Inc. hereby takes the following action by written consent in lieu of holding a meeting pursuant to Section 607.0821, Florida Statutes:

BE IT RESOLVED:

1. The Director approves, ratifies and confirms that the name of the corporation shall be changed from Brice Aviation International, Inc. to Bryce Aviation International, Inc.; and that Article I of the Articles of Incorporation of Brice Aviation International, Inc. shall be amended to read as follows:

NAME. The name of this corporation is: Bryce Aviation International, Inc.

2. The Director hereby authorizes and directs the President and Secretary of the corporation to prepare and file with the Department of State appropriate Articles of Amendment and to complete such other action as may be required to change the name of the corporation to Bryce Aviation International, Inc. to be effective on the filing of Articles of Amendment with the Department of State.

Dated May 5, 1997.

Dennis J. Harward, Director

ACTION BY WRITTEN CONSENT OF SHAREHOLDER

OF

BRICE AVIATION INTERNATIONAL, INC.

The undersigned, being the sole Shareholder of Brice Aviation International, Inc. hereby takes the following action by written consent in lieu of holding a meeting pursuant to Section 607.0704, Florida Statutes:

BE IT RESOLVED:

1. The Shareholder approves, ratifies and confirms that the name of the corporation shall be changed from Brice Aviation International, Inc. to Bryce Aviation International, Inc.; and that Article I of the Articles of Incorporation of Brice Aviation International, Inc. shall be amended to read as follows:

NAME. The name of this corporation is: Bryce Aviation International, Inc.

2. The Shareholder hereby authorizes and directs the President and Secretary of the corporation to prepare and file with the Department of State appropriate Articles of Amendment and to complete such other action as may be required to change the name of the corporation to Bryce Aviation International, Inc. to be effective on the filing of Articles of Amendment with the Department of State.

Dated May 5, 1997.

Dennis J. Harward, Shareholder