

Flightstar Aircraft Services, Inc.



P97000042037

August 26, 1997

Department of State  
Corporate Records Division  
P.O. Box 6327  
Tallahassee, Fl. 32314

Dear Division Of Corporations:

Enclosed please find Amendments to Article of Incorporation for FLIGHTSTAR  
AIRCRAFT SERVICES, INC. Corporation along with a check for the appropriate fee.

Please return this to me with the filing date stamped on it.

Sincerely,

Ramon Rivera , President

Pedro Vinas , Secretary

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-09/02/97--01073--003  
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FILED  
97 SEP -2 AM 10:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
TIA SEP 1 1997

Certificate of Amendment

Flightstar Aircraft Services, Inc.

Flightstar Aircraft Services Inc., a corporation of the State of Florida whose registered office is located at 3750 N.W. 28 St. Suite 309, Miami, Fl. 33142, certifies pursuant to the provisions of 607.187, that at a meeting of the stockholders of said corporation called for the purpose of amending the articles of incorporation, and held on August 4, 1997, it was resolved by the vote of the holders of an appropriate majority of the shares of each class entitled to vote that Article III Article VII and Article IX of the Articles of Incorporation is amended to read as follows:

FILED  
97 SEP -2 AM 10:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE

Article III ; Capital Stock

The Capital Stock of the Corporation shall be one hundred shares of no par value

Article VII ; Directors

The name and post office addresses of the first Board of Directors of this Corporation who shall hold office for the first year or until their successor are chosen, shall be:


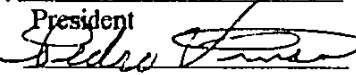
Ramon Rivera President, 16702 N.W. 12 St. Pembroke Pines, Fl. 33028;  
Pedro Vinas Vice President/ Secretary, 15623 S.W. 43 Lane, Miami, Fl. 33185  
Carlos Gallardo Treasurer, 3511 N.W. 16 St. Miami, Fl. 33125

Article IX; Subscribers

The name and post office addresses of the subscribers and the number of shares of stock which each agrees to take are:

Ramon Rivera, 33 1/3 Shares, 16702 N.W. 12 St. Miami, Fl. 33028  
Pedro Vinas, 33 1/3 Shares, 15623 S.W. 43 Lane Miami, Fl. 33185  
Carlos Gallardo 33 1/3 Shares, 3511 N.W. 16 St. Miami, Fl. 33125

Signed on 8-4-97

By   
President  
  
Secretary