



THE UNITED STATES
CORPORATION
COMPANY

P97000047382

ACCOUNT NO. : 072100000032

REFERENCE : 110651 4371937

AUTHORIZATION : Patricia Pizut

COST LIMIT : \$ 43.75

FILED
99 JAN 28 PM 12:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : January 25, 1999

ORDER TIME : 10:26 AM

ORDER NO. : 110651-010

CUSTOMER NO: 4371937

600002756066--7

CUSTOMER: Marilyn Kuffner, Legal Asst
Trivest, Inc.
2665 S. Bayshore Drive
Suite #800
Miami, FL 33133

DOMESTIC AMENDMENT FILING

NAME: NORTEK AVIATION SUPPORT, INC.

*****FILE IST*****

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

DIVISION OF CORPORATION

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

RECEIVED
99 JAN 27 AM 11:24
DIVISION OF CORPORATION

11/99

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
NORTEK AVIATION SUPPORT, INC.

99 JAN 28 PM 12:27
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of §607.1006 of the Florida Business Corporation Act (1993), the undersigned corporation adopts the following Articles of Amendment to its Amended and Restated Articles of Incorporation:

1. The name of the corporation is NORTEK AVIATION SUPPORT, INC. (the "Corporation"), Charter No. P97000047382, filed on May 29, 1997.

2. The following Amendment to the Amended and Restated Articles of Incorporation was adopted by a majority of the Class A Shareholders and all of the Directors of the Corporation on January 11, 1999, in the manner prescribed by §607.1003 of the Florida Business Corporation Act;

RESOLVED, that Article I of the Corporation's Amended and Restated Articles of Incorporation shall be amended in its entirety to read as follows:

ARTICLE I

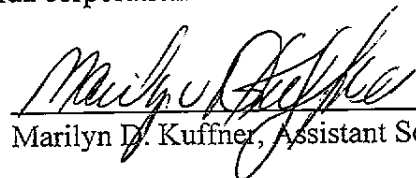
The name of the Corporation is AVBORNE, INC.

3. Except as hereby amended, the Amended and Restated Articles of Incorporation of the Corporation shall remain the same.

IN WITNESS WHEREOF, the undersigned being the Assistant Secretary of the Corporation, has executed these Articles of Amendment to Amended and Restated Articles of Incorporation of Nortek Aviation Support, Inc. this 25th day of January, 1999.

NORTEK AVIATION SUPPORT, INC.,
a Florida corporation

BY:


Marilyn D. Kuffner, Assistant Secretary

OFFICER'S CERTIFICATE

OF

NORTEK AVIATION SUPPORT, INC.

Pursuant to provisions of Section 607.1006(f) of the Florida Business Corporation Act, the undersigned officer of NORTEK AVIATION SUPPORT, INC. (the "Corporation") hereby certifies as follows:

1. The Amendment to the Amended and Restated Articles of Incorporation of the Corporation attached hereto was duly adopted by written consent of all of the Directors of the Corporation and a majority of the Class A Shareholders of the Corporation on January 11, 1999.
2. Only the Class A Shareholders of the Corporation are entitled to vote on the amendment.
3. The number of votes cast by the Class A Shareholders was sufficient for approval by the Class A Shareholders.

NORTEK AVIATION SUPPORT, INC.

By:


Marilyn D. Kuffner
Assistant Secretary