

LAW OFFICES  
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HOLLYWOOD, FLORIDA 33020

954-925-7300

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P98000028695

January 28, 1999

700002861067--6  
-05/03/99-01140--023  
\*\*\*\*\*87.50 \*\*\*\*\*43.75

Division of Corporations  
State of Florida  
P.O. Box 6327  
Tallahassee, FL 32314

Attn: Amendment Section

RE: PANAMERICANA AVIATION GROUP, INC. (P98-0000028695)

Dear Sir/Madam:

I enclose the original and one copy of the Articles of Amendment Incorporation including the Certificate of new Registered Agent for the above referenced corporation, together with our check in the amount of EIGHTY SEVEN and 50/100 (\$87.50) dollars.

If these meet with your approval, kindly return a certified copy of the Amendment, under seal, to our office.

Thank you for your attention to this matter.

Very truly yours,

Alan S. Glueck, Esquire

Amend  
5-7-99  
AGS

FILED  
99 MAY -3 AM 11:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT**  
**TO**  
**ARTICLES OF INCORPORATION**  
**OF**  
**PANAMERICANA AVIATION GROUP, INC.**

Pursuant to the provisions of Sec. 607.1006 F.S., this corporation adopts the following articles of amendment to its Articles of Incorporation:

**FIRST:** Amendments adopted:

1. New Article IV - OFFICERS

The following individuals shall constitute the first officers of the corporation:

President:	OVIDIO GOBERNA
Executive Vice President/ General Counsel/Secretary:	ALAN S. GLUECK
Vice President/Treasurer:	TSVI MILSHTEIN

**SECOND:**

**FILED**  
99 MAY -3 AM 11:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**THIRD:** The date of the amendment's adoption is: January 18, 1999

**FOURTH:** The amendment was adopted by the Board of Directors without shareholder action as shareholder action was not required.

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As As

STATE OF FLORIDA )  
COUNTY OF Broward ) SS:

*Eileen E. Lieberman*  
Notary Public  
State of Florida at Large

OFFICIAL NOTARY SEAL  
EILEEN E LIEBERMAN  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC775733  
MY COMMISSION EXP. OCT. 9, 2002