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Po 7/34/03.

LONESTAR PILOT SERVICES & AIRCRAFT MANAGEMENT INC 1085 NE 32ND STREET OAKLAND PARK, FL 33334 (954) 938-8223

Dear Sirs,

Enclosed are Articles of Amendment to Articles of Incorporation of Lonestar Pilot Services & Aircraft Management Inc, including a check for \$35 for the filing fee for the articles of amendment. Article #5 is being amended to add Mirtha C Bergeron as Vice President for the above corporation.

If any other information is needed please contact us. Thank You for your prompt attention to this matter.

Sincerely,

Michael M Bergeron-Director

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

FILED
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TALLAHASSEE. FLORID.

LONESTAR PILOT SERVICES & AIRCRAFT MANAGEMENT, INC.

(present name)

P98000034840

(Document Number of Corporation (If known)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article # 5-Adding the following Officer.

Mirtha C Bergeron-Vice President 1085 NE 32ND Street Oakland Park, Fl 33334

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD:	The date of each amendment's adoption: July 25, 2003	
FOURTH	I: Adoption of Amendment(s) (CHECK ONE)	
22	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.	
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):	
	"The number of votes cast for the amendment(s) was/were sufficient for approval by	
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.	
	Signed this 25 day of July 2003	
Signatur	a forther Suffer	
O15114141	(By the Chairman or Voe Chairman of the Board of Directors, President or other officer if adopted by the shareholders)	
	OR	
	(By a director if adopted by the directors)	
	OR	
	(By an incorporator if adopted by the incorporators)	
	Michael M Bergeron	
	Typed or printed name	
	Director	
Title		

. . .