

WILLIAM R. SMITH

ATTORNEY AND COUNSELOR AT LAW  
TELEPHONE: 941 482-8511  
TELECOPIER: 941 482-1807

July 24, 1998

8191 COLLEGE PARKWAY  
SUITE 300  
FORT MYERS, FLORIDA 33919

P98000055408

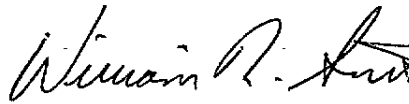
Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

600002601156--3  
-07/29/98--01021--012  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

PRECISION HELICOPTERS, INC./AERIAL AG SERVICES, INC.

Enclosed are the Articles of Amendment for the above-referenced corporation, along with a check for \$35.00. Please return a file stamped copy in the enclosed envelope.

Thank you.

  
WILLIAM R. SMITH

WRS/wlg

Enclosures - Check for \$35.00  
Articles of Amendment  
Return envelope

FILED  
98 JUL 29 AM 9:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

P98000055408  
208  
NC  
7-29-98

ARTICLES OF AMENDMENT  
to

ARTICLES OF INCORPORATION  
of

PRECISION HELICOPTERS, INC.

Pursuant to the provisions of F.S.A. Section 607.1006, the undersigned corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: The name of the corporation is changed to AERIAL AG SERVICES, INC.

SECOND: The date of adoption of the amendment was July 8th, 1998.

THIRD: The amendment was adopted by the joint action by unanimous consent of all of the corporation's Shareholders, there being only one class, and by unanimous consent of all of the corporation's Directors, at a special meeting held for the purpose, and pursuant to F.S.A. Sections 607.0704 and 607.0821, respectively of the Florida Business Corporation Act. Such amendment shall be effective upon filing, as provided by the laws of the State of Florida.

FOURTH: There are no other Shareholders, Directors or members entitled to vote on the amendment, and the votes cast by those entitled was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has duly executed this Consent and the same being adopted and effective on July 8th, 1998.

Clifton E. Sullivan  
CLIFTON E. SULLIVAN,  
President/Chairman of the  
Board

Clifton E. Sullivan  
CLIFTON E. SULLIVAN,  
Director

Robert W. Smith  
ROBERT W. SMITH,  
Shareholder