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December 23, 1998

Via Federal Express  
Department of State  
Division of Corporations  
George Firestone Building  
409 E. Gaines Street  
Tallahassee, Florida 32399

**Re: Filing Articles of Amendment  
NationAviation, Inc.  
Our File No. 1449.001**

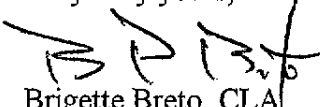
FILED  
99 JAN -6 AM 8:52  
SECRET/STATE  
TALLAHASSEE, FLORIDA

Dear Sir/Madam:

Please find enclosed for filing the executed Articles of Amendment for NationAviation, Inc. and Acceptance of Appointment of Registered Agent. Also enclosed is our check payable to the Secretary of State in the amount of \$35.00 for the filing fee. Please return the enclosed extra copy of the Articles of Amendment as filed.

If you require any further information in order to proceed, please contact the undersigned at 305-377-7905. Thank you for your assistance in this matter.

Very truly yours,

  
Brigitte Breto, CLAI  
Certified Legal Assistant

BPB/bb  
Encl.

Amerli.  
1-13-99  
CC

**ARTICLES OF AMENDMENT**

**OF**

**NationAviation, Inc.**

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FILED  
99 JAN -6 AM 8:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1006 of the Florida Statutes, the undersigned corporation adopts the following Amendment to its Articles of Incorporation.

1. The name and address of the corporation is NationAviation, Inc., 100 Southeast Second Street, Suite 2600, Miami, Florida 33131.

2. The following amendments to the Articles of Incorporation were adopted by the corporation.

3. Article Six of the Articles of Incorporation of NationAviation, Inc. is hereby amended to change the principal business address as follows:

The principal business address of the Corporation is as follows:

9300 N. W. 36 Street, Miami, Florida 33178.

4. Article Seven of the Articles of Incorporation of NationAviation, Inc. is hereby amended by removing the current registered agent, Jeffrey M. Herman and changing the current registered office address of 100 Southeast Second Street, Suite 2600, Miami, Florida 33131 as follows: The new registered agent and registered office are as follows: John J. Ogilby, Jr., Registered Agent, 9300 N. W. 36 Street, Miami, Florida 33178. The Acceptance of Appointment By Registered Agent of John J. Ogilby, Jr. is filed with this Amendment.

5. Article Eight of the Articles of Incorporation of NationAviation, Inc. is hereby amended as follows:

Under Article Eight, the first listed director shall be amended as follows:  
Jeffrey M. Herman, Director, 100 S. E. Second Street, Suite 2600, Miami, Florida 33131 is deleted  
and John J. Ogilby, Jr., Director, 9300 N. W. 36 Street, Miami, Florida 33178, is added. The  
remainder of Article Eight shall remain as originally filed.

6. Article Nine of the Articles of Incorporation of NationAviation, Inc. is hereby  
amended as follows:

Article Nine is deleted in its entirety.

7. New Article Twelve is added as follows:

TWELTH: The name and address of the officers are as follows: John J. Ogilby,  
Jr., President, 9300 N. W. 36 Street, Miami, Florida 33178.

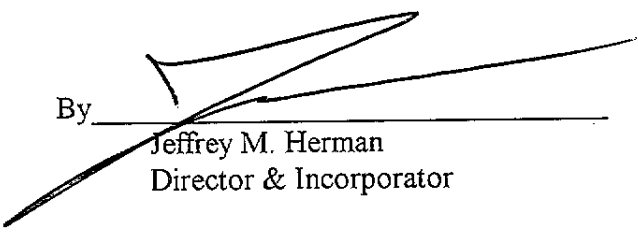
8. These Amendments were authorized and adopted by the undersigned  
incorporator and officer on December 3, 1998, without shareholder action.

9. Shareholder action for the adoption of these Amendments was not required.

**NationAviation, Inc.**

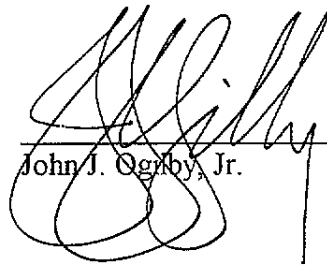
Dated: 12-22-98

By

  
Jeffrey M. Herman  
Director & Incorporator

## ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

Pursuant to the provisions of the Florida Business Corporation Act, the undersigned does hereby accept his appointment as registered agent on which process may be served within the State of Florida for the proposed domestic corporation, **NationAviation, Inc.** named in the foregoing Articles of Amendment.

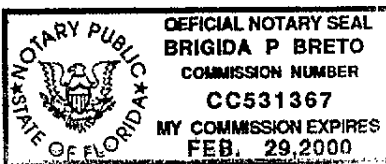
  
\_\_\_\_\_  
John J. Ogilby, Jr.

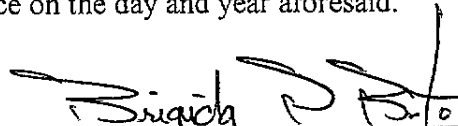
STATE OF FLORIDA     )  
                                  ) SS.:  
COUNTY OF DADE     )

On this 22 day of December, 1998, before me, a Notary Public in and for the State and County aforesaid, personally appeared **John J. Ogilby, Jr.** who is personally known to me to be the person named as an director and registered agent in the foregoing Articles of Amendment of **NationAviation, Inc.** and who before me signed the above **ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT**.

Witness my hand and seal of office on the day and year aforesaid.

Commission Expires:



  
\_\_\_\_\_  
Notary Public, State of Florida

Brigida P. Breto  
(Print Name of Notary Public)