

P98000057256

HERMAN GRUBMAN & MOORE

ATTORNEYS AT LAW  
NATIONS BANK TOWER  
100 SOUTHEAST SECOND STREET  
SUITE 2600  
MIAMI, FLORIDA 33131  
TELEPHONE (305) 377-2200  
FACSIMILE (305) 577-4234

JEFFREY M. HERMAN  
JEFFREY S. GRUBMAN  
ROLAND H. MOORE  
PETER W. FUDALI  
LAWRENCE S. GORDON  
STUART S. MERMELSTEIN

November 30, 1999

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

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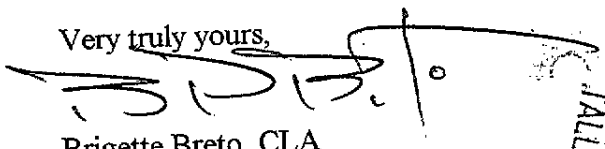
**Re: Filing Articles of Amendment  
NationAviation, Inc.  
Our File No. 1449.001**

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, CLA  
Certified Legal Assistant

BPB/bb  
Encl.

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*Amend*

T. LEWIS JAN 3 2000

FILED  
00 JAN -3 AM 10:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# HERMAN & GRUBMAN

ATTORNEYS AT LAW

NATIONSBANK TOWER  
100 SOUTHEAST SECOND STREET  
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ROLAND H. MOORE  
PETER W. FUDALI  
LAWRENCE S. GORDON  
STUART S. MERMELSTEIN

January 3, 2000

Via Federal Express

Ms. Thelma Lewis  
Corporate Specialist Supervisor  
Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

**Re: Articles of Amendment  
of Nation Aviation, Inc.  
Ref. No. P98000057256 / Letter No. 099A00058646**

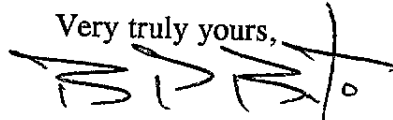
Dear Thelma:

Per our telephone conversation, I am returning herewith for filing the executed original of the Articles of Amendment for Nation Aviation, Inc. Our check payable to the Secretary of State in the amount of \$35.00 for the Dept. fees was previously mailed.

Please return our copy as filed to my attention.

Should 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, CLA  
Certified Legal Assistant

Enclosure



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

December 14, 1999

BRIGETTE BRETO, CLA  
HERMAN, GRUBMAN & MOORE, P.A.  
100 SOUTHEAST SECOND STREET, SUITE 2600  
MIAMI, FL 33131

SUBJECT: NATION AVIATION, INC.  
Ref. Number: P98000057256

We have received your document for NATION AVIATION, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Please correct #8, the amendment must be adopted by the director or incorporator. If adopted by the director the document must be signed by the director, if by the incorporator the incorporator must sign.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6905.

Thelma Lewis  
Corporate Specialist Supervisor

Letter Number: 099A00058646

**ARTICLES OF AMENDMENT**

**OF**

**NationAviation, Inc.**

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**FILED**  
**00 JAN -3 AM 10:42**  
**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., 9300 N. W. 36 Street, Miami, Florida 33178.

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:

100 Southeast Second Street, Suite 2600, Miami, Florida 33131.

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

7. Article Twelve is amended as follows:

TWELFTH: The name and address of the officers are amended as follows: John J. Ogilby, Jr., President, 9300 N. W. 36 Street, Miami, Florida 33178, is deleted and Jeffrey M. Herman, President, 100 S. E. Second Street, Suite 2600, Miami, Florida 33131 is added.

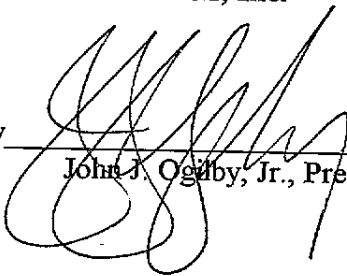
- ± 8. These Amendments were authorized and adopted by the undersigned officer/director on November 29, 1999, without shareholder action.

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

**NationAviation, Inc.**

Dated: 11/29/99

By

  
John J. Ogilby, Jr., President/Director

**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 domestic corporation, **NationAviation, Inc.** named in the foregoing Articles of Amendment.

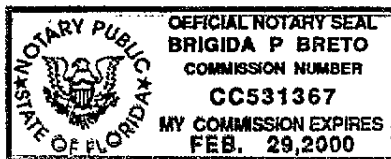
  
\_\_\_\_\_  
Jeffrey M. Herman

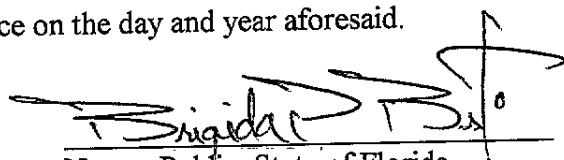
STATE OF FLORIDA     )  
                                  ) SS.:  
COUNTY OF DADE     )

On this 1<sup>st</sup> day of December 1999, before me, a Notary Public in and for the State and County aforesaid, personally appeared **Jeffrey M. Herman** who is personally known to me to be the person named as registered agent in the foregoing Articles of Amendment and who 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)