

P98000068122

Y & A PROFESSIONAL SERVICE, INC
12360 S.W. 132 Ct. #210 MIAMI, FL 33186
Telephone # 305-971-3340 - Fax # 305-971-3345

Miami, November 11, 1998

300002688673--6
-11/16/98--01133--005
*****35.00 *****35.00

SECRETARY OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32314

Gentlemen:

Enclosed please find ch., in the amount of \$ 35.00 dollars and the copy of the amendment of
Articles of Incorporation of :

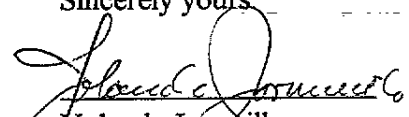
M.A.R. AEROSPACE INTERNATIONAL, INC..

Please send the documents to:
Y A professional Service, Inc.
12360 S.W. 132 Ct. suite # 210
Miami, Fl. 33186

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

If you have any questions regarding this matter, please do no hesitate to contact us.

Sincerely yours:


Yolanda Jaramillo

QV
P98000068122
2pgs nc+amend
11-16-98

**FIRST CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
M.A.R. AEROSPACE INTERNATIONAL, INC.**

All the Stockholders of M.A.R. AEROSPACE INTERNATIONAL, INC. a Florida Corporation under its corporateseal and the hand of its President , Luis A. Caceres, hereby certify as follows:

CLAUSE I

That all the Shareholders of M.A.R. AEROSPACE INTERNATIONAL, INC. in response to a call and notice of meeting, held on November 09, 1998, at 20940 s.w. 122 ct. Miami, Fl. 33177 the place of the principal office and the Registered office, at which meeting all the shareholders were present, that a resolution was unanimously approved and adapted amending Article I, of Incorporation to read as follow:

**ARTICLE I
NEW NAME AND ADDRESS**

The new Name and Address of the corporation will be:

**MARCER AVIATION, INC.
20940 S.W. 122 CT. Miami, Fl. 33177**

The Capital Stock of the corporation consists of 100 shares of \$ 10.00 dollar per value.
Not been any other changes, the new Board of Directors will read as follows:

NAME & TITLE:	ADDRESS:	SHARES
MARIO F. CERRATO President /Secretary	20940 S.W. 122 CT. Miami, Fl. 33177	100%

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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, The Corporation has caused this amendment to the Articles of Incorporation to be executed for it, and its name for its President, and attested by its Secretary both of whom have the full power and instructions and authority to do so, and its Corporate seal to be here unto affixed, on this day November 09, 1998, at Miami, Florida.-----

M.A.R. AEROSPACE INTERNATIONAL, INC.

A Florida Corporation.


MARIO F. CERRATO

President

CERTIFIED OF DESIGNATION