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SPENCER & KLEIN

PROFESSIONAL ASSOCIATION ATTORNEYS AT LAW

SUITE 1901 801 BRICKELL AVENUE MIAMI, FLORIDA 33131

May 10, 1999

TELEPHONE (305) 374-7700 TELECOPIER (305) 374-4890

Secretary of State Division of Corporations 409 East Gaines Street Tallahassee, Florida 32301

Via Federal Express

Re: Articles of Amendment to Articles of Incorporation

Cav-Air Acquisition, Inc.

500002871715--0

-05/11/99--01071--015 *****487.50 *****43.75

Gentlemen:

Enclosed are two (2) copies of Articles of Amendment to Articles of Incorporation of Cav-Air Acquisition, Inc., changing the name of the corporation to Cav-Air, Inc., along with a check in the amount of \$87.50. The corporation, under document number 499996, formerly known as Cav-Air, Inc., and now known as KCUF, Inc., assigned all of its rights to the name "Cav-Air, Inc." to Cav-Air Acquisition, Inc. Please return the certified copy in the enclosed Federal Express envelope to the undersigned.

If there are any questions, please call.

Very truly yours,

BDK/sew

ARTICLES OF AMENDMENT

FILED

TO ARTICLES OF INCORPORATION

99 MAY 11 AM 10: 18

OF

SECRETARY OF STATE TALLAHASSEE, FLORIDA

CAV-AIR ACQUISITION, INC.

The undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is:

CAV-AIR ACQUISITION, INC.

2. The following Amendment to the Articles of Incorporation was unanimously adopted by the shareholders and directors of the corporation pursuant to Florida Statutes Section 607.1003, on May 6, 1999:

ARTICLE I of the Articles of Incorporation is hereby amended to read as follows:

The name of the corporation is CAV-AIR, INC.

Executed this 6th day of May, 1999.

CAV-AIR ACQUISITION, INC., a Florida corporation

Carmel Shachi

President