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ACCOUNT NO. : 07210000032

REFERENCE: 415262

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-10/15/99--01055--014 *****35.00 *****35.00 ...

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE: October 15, 1999 =

ORDER TIME: 11:26 AM

ORDER NO. : 415262-005

CUSTOMER NO: 108724A

CUSTOMER: Gary A. Forster, Esq 1

Pohl & Short, P.a.

Suite 410

280 West Canton Avenue Winter Park, FL 32789

DOMESTIC AMENDMENT FILING

NAME: KH AVIATION, INC.

EFFICTIVE DATE:

ARTICLES OF AMENDMENT RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY

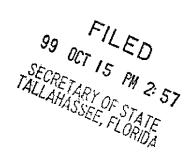
____ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

EXAMINER'S INITIALS:

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF KH AVIATION, INC.



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

Article I - Name

The name of the corporation is KH Aviation, Inc. (hereinafter referred to as the "Corporation").

Article II - Adoption and Text of Amendments

RESOLVED, that Article I of the Articles of Incorporation of the Corporation be amended in its entirety to read as follows:

"ARTICLE I - NAME OF CORPORATION

The name of the Corporation shall be Southland Aviation Corporation."

Article III - Effective Date of Amendment

The effective date of the amendment to the Articles of Incorporation of a Corporation set forth herein will be as of <u>Derober</u> , 1999.
Dated this day of
KH AVIATION, INC.
By: Marc Hagle, President