

Jan-06-2003 12:12pm From: RUDEN MCCLOSKY

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V11296

Florida Department of State  
Division of Corporations  
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Account Name : RUDEN, MCCLOSKY, SMITH, SCHUSTER & RUSSELL, P  
Account Number : 076077000521  
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BASIC AMENDMENT

AEROSPACE ENGINEERING COMPANY, U.S.A., INC.

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AMENDED  
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ARTICLES OF AMENDMENT  
OF THE  
ARTICLES OF INCORPORATION  
OF

AEROSPACE ENGINEERING COMPANY, U.S.A., INC.

The Articles of Incorporation (the "Articles of Incorporation") of Aerospace Engineering Company, U.S.A., Inc., a Florida corporation ("Corporation"), which further amends the Articles of Incorporation originally filed with the Department of State on February 3, 1992, Charter Number V11296, be, and are hereby further amended pursuant to the provisions of Section 607.1006, Florida Statutes, as shown below:

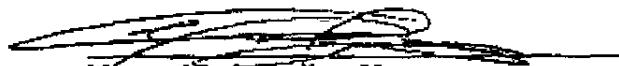
**FIRST:** The Articles of Incorporation of this Corporation are amended to add a new Article VII to read as follows:

**ARTICLE VII**

The outstanding shares of common stock, \$1.00 par value per share, of this Corporation ("Common Stock") shall be combined so that for each 5,850 shares of Common Stock owned of record by a shareholder as of December 1, 2002, such shareholder shall receive a total of one (1) share of Common Stock and the holders of fractional shares of Common Stock shall be redeemed by the Corporation by payment of the fair value of their fractional shares.

**SECOND:** The Amendment to the Articles of Incorporation were duly adopted as of December 31, 2002, by all of the members of the Corporation's Board of Directors and by a majority of its outstanding shares of Common Stock, constituting its only outstanding class of voting stock.

**IN WITNESS WHEREOF,** the undersigned, being the Chairman of the Board and Chief Executive Officer of this Corporation, has executed these Articles of Amendment as of the 31 day of December, 2002.

  
Name: Noel Aguilera Vasquez  
Title: Chairman and Chief Executive Officer

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