

P03000080787

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(City/State/Zip/Phone #)

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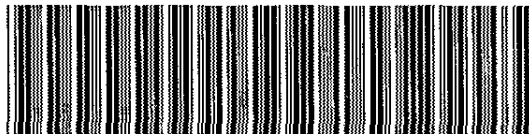
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
06 DEC - 8 AM 9:00



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A Limited Liability Partnership

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December 5, 2006

Florida Department of State
Division of Corporations
ATTN: Karon Byer
P.O. Box 6327
Tallahassee, FL 32314

Re: F³ Aviation, Inc.
Our File: 8923/94-4249

Dear Ms. Byer:

I spoke with you about this matter last week. F³ Aviation Corporation, a Colorado corporation, was merged into F³ Aviation, Inc., a Florida corporation in 2003. The Articles of Merger that were filed mistakenly identified the name of the Colorado corporation as F³ Aviation, Inc.

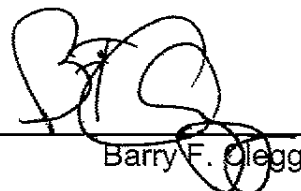
When we spoke last week, you recommended that we file these Articles of Amendment to Articles of Merger to correct the record in this matter. I am also attaching our check in the amount of \$52.50 and requesting a certified copy of these Articles. Please call me directly if you have any questions.

You and your office have very helpful in clearing this matter up and we appreciate your assistance.

Very truly yours,

RIDER BENNETT, LLP

By _____



Barry F. Clegg

BFC/tlj
Enclosures

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

06 DEC -8 AM 9:00

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: F³ Aviation, Inc.

DOCUMENT NUMBER: P03000080787

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Barry F. Clegg, Esq.
(Name of Contact Person)

Rider Bennett, LLP
(Firm/ Company)

33 South Sixth Street, Suite 4900
(Address)

Minneapolis, MN 55402
(City/ State and Zip Code)

For further information concerning this matter, please call:

Barry F. Clegg at (612) 340-7934
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$35 Filing Fee
- \$43.75 Filing Fee & Certificate of Status
- \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)
- \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed)

Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

06 DEC -8 AM 9:00

Articles of Amendment
to
Articles of Merger
of
F³ Aviation, Inc.

(Name of corporation as currently filed with the Florida Dept. of State)

P03000080787

(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Merger:

NEW CORPORATE NAME (if changing):

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")
(A professional corporation must contain the word "chartered," "professional association," or the abbreviation "P.A.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

See attached page

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

(continued)

**ATTACHMENT TO ARTICLES
OF
AMENDMENT TO ARTICLES OF MERGER**

On August 11, 2003, F³ Aviation Corporation, a Colorado Corporation was merged into F³ Aviation, Inc., a Florida corporation. Because of scrivener's error, the name of F³ Aviation Corporation, the Colorado Corporation, was inadvertently typed as F³ Aviation, Inc., a Colorado corporation. The correct name of the Colorado corporation was F³ Aviation Corporation.

The undersigned was the sole shareholder of F³ Aviation Corporation, the Colorado corporation, and is the sole shareholder of F³ Aviation, Inc., the Florida corporation. These Articles of Amendment are filed to correct the record and reflect that the correct name of the Colorado corporation was F³ Aviation Corporation.

The date of each amendment(s) adoption: December 1, 2006

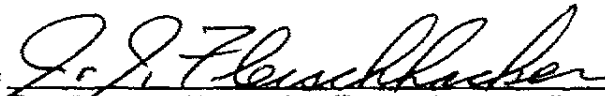
Effective date if applicable: upon filing
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by
_____"
(voting group)

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signature 
(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

John J. Fleischhacker
(Typed or printed name of person signing)

President
(Title of person signing)

FILING FEE: \$35