

**ARTICLES OF AMENDMENT TO THE ARTICLES OF
ORGANIZATION OF GREAT WESTERN AIR, LLC**

Pursuant to A.R.S. §29-633(F), the undersigned, as a managing member of Great Western Air, LLC ("Company") hereby submits the following Articles of Amendment to the Articles of Organization of Great Western Air, LLC and states as follows:

1. The name of the limited liability company is:

GREAT WESTERN AIR, LLC

2. Paragraph 7 of the original Articles of Organization of the Company are hereby amended as follows:

"MANAGERS NAME AND ADDRESS: The name and address of the manager of the limited liability company is:

**MILT WOODS
4331 Cherrystone Court
Las Vegas, NV 89121**

3. Paragraph 8 of the original Articles of Organization of the Company are amended to read as follows:

**MEMBERS WHO OWN TWENTY PERCENT ((20%) OR GREATER
INTEREST IN THE CAPITAL OR PROFITS:**

The name and address of the member who owns a twenty-percent (20%) or greater interest in the capital or profits of the limited liability company is:

**3 WOODY'S, LLC, a Nevada limited liability company, having the
present business address of 4331 Cherrystone Court, Las Vegas, Nevada
89121.**

DATED this 15 day of March, 2010.

GREAT WESTERN AIR, LLC

By: Milt Woods

Milt Woods, Managing Member

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**AZ CORPORATION COMMISSION
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