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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615

BUSINESS CORPORATION

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**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION**

Pursuant to the provisions of Section 7-1.2-905 of the General Laws of Rhode Island, 1956, as amended, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is Avid Airline Products of Rhode Island, Inc.
2. The shareholders of the corporation (or, where no shares have been issued, the board of directors of the corporation) on December 3, 2013, in the manner prescribed by Chapter 7-1.2 of the General Laws, 1956, as amended, adopted the following amendment(s) to the Articles of Incorporation:

[Insert Amendment(s)]

(If additional space is required, please list on separate attachment)

**See Attached Attachment to the Articles of Amendment to the Articles of Incorporation
of Avid Airline Products of Rhode Island, Inc.**

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3. As required by Section 7-1.2-105 of the General Laws, the corporation has paid all fees and taxes.
4. These Articles of Amendment shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing _____

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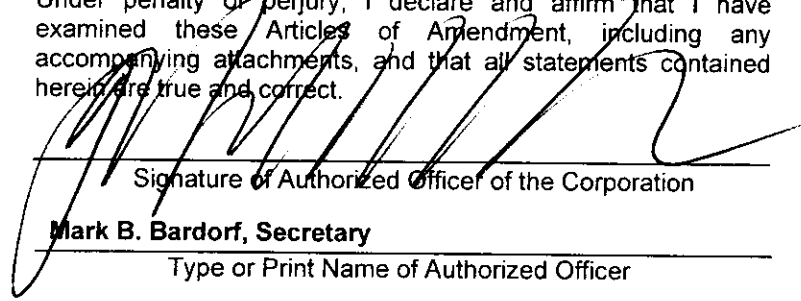
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Date: January 15, 2014 215433

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Under penalty of perjury, I declare and affirm that I have examined these Articles of Amendment, including any accompanying attachments, and that all statements contained herein are true and correct.



Signature of Authorized Officer of the Corporation

Mark B. Bardorf, Secretary

Type or Print Name of Authorized Officer

ATTACHMENT TO
THE ARTICLES OF AMENDMENT TO
THE ARTICLES OF INCORPORATION OF
AVID AIRLINE PRODUCTS OF RHODE ISLAND, INC.

1. That the Corporation's Articles of Incorporation be amended by deleting Article Fourth in its entirety and replacing it with the following:

"FOURTH. The aggregate number of shares which the Corporation shall have the authority to issue is Eight Million (8,000,000) shares of Common Stock, par value .01 per share;

Effective upon the filing of the Articles of Amendment to the Articles of Incorporation with the Secretary of State of the State of Rhode Island (the "Effective Time"), each NonVoting share of Common Stock will be converted into a Voting share of Common Stock on a one to one basis, so that the Corporation is authorized to issue one class of stock to be designated Common Stock. Each share of Common Stock shall entitle the stockholder of record to one (1) vote for each share of Common Stock registered in the name of the stockholder on the books of the Corporation;

Upon the Effective Time, each one (1) share of the Corporation's Common Stock that is issued and outstanding or held by the Corporation as treasury stock immediately prior to the Effective Time, is and shall be reclassified into One Thousand (1,000) fully paid, nonassessable shares of Common Stock. Each certificate that immediately prior to the Effective Time represented shares of Common Stock ("Old Certificates") shall thereafter represent that number of

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shares of Common Stock into which the shares of Common Stock represented by the Old Certificate shall have been reclassified.”

2. That the Corporation’s Articles of Incorporation be amended by amending Article Fifth by adding the following:

“The restrictions set forth in this Article Fifth shall not apply to any shares transferred pursuant to the Avid Employee Stock Ownership Plan, effective as of January 1, 2013.”



State of Rhode Island and Providence Plantations

A. Ralph Mollis

Secretary of State

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island
and Providence Plantations, hereby certify that this document, duly
executed in accordance with the provisions of Title 7 of the General Laws
of Rhode Island, as amended, has been filed in this office on this day:

A. RALPH MOLLIS

Secretary of State

