



842555

TUCCI & TANNENBAUM
A PROFESSIONAL CORPORATION

THIRD FLOOR
300 NORTH THIRD STREET
PHILADELPHIA, PENNSYLVANIA 19106
TELEPHONE: (215) 923-6200
FACSIMILE: (215) 923-6210

PHILADELPHIA, PA
WILMINGTON, DE

800003333808--0
-07/24/00--01128--020
*****35.00 *****35.00

July 20, 2000

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

RE: DynAir Services Inc.

Dear Sir or Madam:

Enclosed for filing, please find an Application for an Amended Certificate of Authority for DynAir Services Inc. Also, enclosed please find a check in the amount \$35.00 made payable to the Department of State for the appropriate filing fees.

The filing reflects a name change accomplished by amendment to the company's Certificate of Incorporation in Delaware. Therefore, enclosed please find a certified copy of the amendment as filed with the State of Delaware, as per your request.

Please acknowledge receipt of this filing by returning a time stamped copy of this letter in the self addressed stamped envelope that I have provided.

If you have any questions, please do not hesitate to give me a call. Thank you.

Sincerely,

Angela Cavanaugh
Legal Assistant

AC:hs
Enclosures

FILED
00 JUL 24 PM 3:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. LEWIS JUL 27 2000

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

FILED
00 JUL 24 PM 3:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. DynAir Services Inc.
Name of corporation as it appears on the records of the Department of State.
2. State of Delaware
Incorporated under laws of
3. January 25, 1979
Date authorized to do business in Florida

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? July 13, 2000

5. Swissport USA, Inc.
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.

6. If the amendment changes the period of duration, indicate new period of duration.

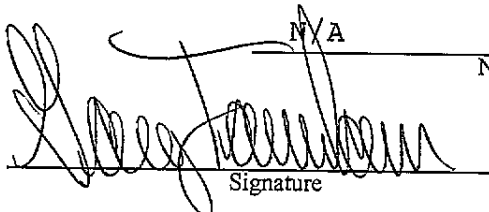
N/A

New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

N/A

New Jurisdiction


Signature

7/20/2000
Date

Gary Tannenbaum
Typed or printed name

Vice President
Title

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "DYNAIR SERVICES INC.", CHANGING ITS NAME FROM "DYNAIR SERVICES INC." TO "SWISSPORT USA, INC.", FILED IN THIS OFFICE ON THE THIRTEENTH DAY OF JULY, A.D. 2000, AT 4 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



0773453 8100

001356754

A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION: 0560391

DATE: 07-14-00

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 04:00 PM 07/13/2000
001356754 - 0773453

**CERTIFICATE OF AMENDMENT TO
CERTIFICATE OF INCORPORATION
OF
DYNAIR SERVICES INC.**

The undersigned, by and on behalf of DynAir Services Inc., (the "Corporation"), hereby certifies that:

FIRST: The Corporation was originally incorporated under the laws of the state of Delaware on July 6, 1971.

SECOND: The Corporation desires to amend its Certificate of Incorporation in order to change its name to "Swissport USA, Inc."

THIRD: The entire Board of Directors has adopted a resolution setting forth the proposed amendment to the Certificate of Incorporation of the Corporation by Unanimous Written Consent dated July 7, 2000, and deemed the same to be advisable and in the best interests of the Corporation, and proposed the same amendment to the sole stockholder of the Corporation for approval. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Certificate of Incorporation of the Corporation shall be amended by changing the First Article thereof to read as follows:

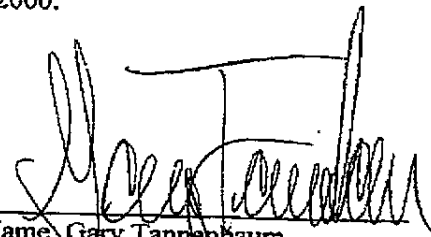
"FIRST: The name of the Corporation is Swissport USA, Inc."

FOURTH: The sole stockholder of the Corporation unanimously approved the same resolution and amendment by its Unanimous Written Consent taken on July 7, 2000.

FIFTH: The amendment has been duly adopted in accordance with the provisions of §242 of the General Corporation Law of the State of Delaware.

SIXTH: Neither the capital of the Corporation or any other rights of the stockholders of the Corporation shall be reduced or affected by reason of this amendment.

IN WITNESS WHEREOF, the undersigned authorized officer of the Corporation, for the purpose of amending the Certificate of Incorporation under the laws of the State of Delaware hereby sets his hand and seal hereunto this 12th day of July, 2000.



Name: Gary Tannenbaum
Title: Vice President