

Joseph L. Diaz
Attorney at Law

P98000027413

April 8, 1998

Division of Corporations
Post Office Box 5588
Tallahassee, FL 32314

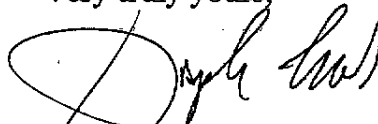
Re: Atlas Equipment Co., Inc.
Document No. P98000027413

Dear Sir or Madam:

Enclosed please find the original and one (1) copy of the Articles of Amendment of Atlas Equipment Co., Inc., changing its name to Atlas Sales & Leasing Co., Inc., together with my check in the amount of \$87.50 representing your filing fee and a certified copy of the Amendment.

If you have any questions, please contact me at the number indicated below.

Very truly yours,


JOSEPH L. DIAZ

JLD:pls
Enclosures

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*****87.50 *****87.50

APPROVED
AND
FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA


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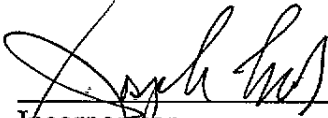
ARTICLES OF AMENDMENT

OF

ATLAS EQUIPMENT CO., INC.

1. The name of the corporation is ATLAS EQUIPMENT CO., INC.
2. The Amendment adopted was a change in the corporate name from ATLAS EQUIPMENT CO., INC. to ATLAS SALES & LEASING CO., INC.
3. The Amendment was adopted on April 3, 1998, pursuant to a written statement of the sole incorporator, manifesting his intention that said Amendment be adopted.
4. ATLAS EQUIPMENT CO., INC., has not issued any shares of the ONE (\$1.00) DOLLAR par value common stock as of the date of this Amendment.

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

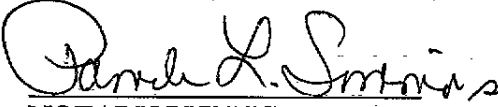

Incorporator
Joseph L. Diaz

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

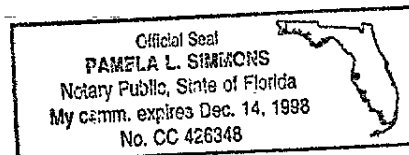
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APPROVED
AND
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SUBSCRIBED AND SWORN TO before me by JOSEPH L. DIAZ, the sole incorporator, of ATLAS EQUIPMENT CO., INC., this 3rd day of April, 1998.


NOTARY PUBLIC
State of Florida at Large

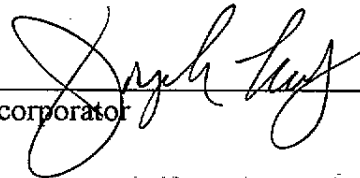
My Commission Expires:



CONSENT TO AMENDMENT TO
ARTICLES OF INCORPORATION OF
ATLAS EQUIPMENT CO., INC.

I, the undersigned, being the sole incorporator of the-named corporation, manifest my intention, through this written statement, that the Articles of Incorporation of the above-named corporation, be amended to provide for a change in the corporate name from ATLAS EQUIPMENT CO., INC. to ATLAS SALES & LEASING CO., INC.

DATED this 3rd day of April, 1998.


Incorporator

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPROVED
AND
FILED