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01 APR -5 PM 12:14

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VIA: Airborne Express Overnight Delivery

April 4, 2001

Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32314

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-04/05/01-01091-004
*****43.75 *****43.75

RE: GATX Freight Systems, Inc.

To whom it may concern:

Enclosed for filing are the Articles of Amendment for the above-referenced corporation, also enclosed is the filing fee of \$35.00 and an additional \$8.75 for a certified copy.

Upon filing please return to: GATX Logistics, Inc.
1301 Riverplace Blvd.
Jacksonville, FL 32207
Attn: CRP-CAD

If there are any questions please do not hesitate to contact me directly at 904-858-4521.

Very truly yours,
GATX Logistics, Inc.


Peggie Miller-Becker
Contract Legal Assistant

NC
4-18-01
BKS

Enclosure (2)
c.c.: K. Charron, Esq.

ARTICLES OF AMENDMENT
OF
GATX FREIGHT SYSTEMS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation is GATX Freight Systems, Inc.
2. Article I of the Articles of Incorporation of GATX Freight Systems, Inc., a Florida corporation is hereby amended in its entirety to read as follows:

"The name of this corporation is APL Logistics Freight Systems, Inc."

3. The following amendment was adopted by the sole shareholder and all of the members of the Board of Directors of the corporation on March 20, 2001, by written statement and consent, pursuant to Section 607.1006, Florida Statutes. The holder of the common shares of the corporation, the only class of shares of the corporation, constitute the only voting group entitled to vote on the amendment, and it was approved by written consent of the sole shareholder.
4. The foregoing amendment shall become effective upon filing with the Secretary of State of the state of Florida.

IN WITNESS WHEREOF, the undersigned Director of the aforesaid corporation has executed these Articles of Amendment this 20th day of March 2001.

GATX FREIGHT SYSTEMS, INC.

By: _____


Michael J. Gardner, Director