POOCON 5079 AMERICAN GROUND EQUIPMENT

PHONE: (954) 763-2304 FAX: (954) 763-6458 E-MAIL: amground@gate.net WEB SITE: www.aerosearch.com/companies/amground

August 15, 2001

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

To Whom it May Concern:

Please find attached the Articles of Amendment form. I am also sending check # 1680 in the amount of \$43.75 to pay \$35.00 for the filing fee, and \$8.75 to obtain a certificate of status.

Our return address is:

1310 S.W. 1st Avenue Ft. Lauderdale, FL 33315

Our telephone number is: (954) 763-2304

If you should have any questions, please feel free to contact me.

Sincerely,

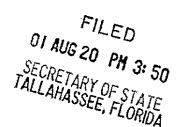
Patricia Chinchilla President OI AUG 20 PM 3: 50 SECRETARY OF STATE TALLAHASSEE, FLORIDA

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



American Ground Equipment Int'L., Inc.

(piesent name)

P00000115079

(Document Number of Corporation (If known)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Change name of Corporation to: U.S. Ground Equipment Int'L., Inc.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD:	The date of each amendment's adoption: 8 15 01
FOURTE	: Adoption of Amendment(s) (CHECK ONE)
	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient for approval by(voting group)
×	
_	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this 15th day of August The manager of oles ear
Signature_	P. Chichella Maria
	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	Patricia Chinchilla (Typed or printed name)
	President/Director