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**BASIC AMENDMENT
FLORIDA EXPRESS CARRIERS, INC.**

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**ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of
FLORIDA EXPRESS CARRIERS, INC.**

1. The name of the corporation is Florida Express Carriers, Inc.
2. The following amendment of the Articles of Incorporation of Florida Express Carriers, Inc. was adopted by the corporation in the manner prescribed by the Florida Business Corporation Act:

Article I of the Articles of Incorporation of Florida Express Carriers, Inc. is amended by deletion of the entire text thereof and by substitution of the following Article I:

**ARTICLE I
Name**

The name of this corporation is:

FEC HIGHWAY SERVICES, INC.

3. The amendment was adopted by the sole shareholder of Florida Express Carriers, Inc. on September 25, 2003.

Dated: Sept. 26, 2003

Florida Express Carriers, Inc.

By: [Signature]
John D. McPherson, President

Attest: [Signature]
Heidi J. Eddins, Secretary

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 26th day of September, 2003, by John D. McPherson, as President, and Heidi J. Eddins, as Secretary, of Florida Express Carriers, Inc., a Florida corporation, on behalf of the corporation. They are personally known to me and did not take an oath.

[Signature]
Name typed/printed: Sherry C. Jones
Notary Public, State of Florida
Commission No. and Seal:

SHERRY C. JONES
Notary Public, State of Florida
My comm. expires Jan. 22, 2006
Comm. No. DD 084231

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**WRITTEN CONSENT OF THE SOLE SHAREHOLDER
OF
FLORIDA EXPRESS CARRIERS, INC.**

The undersigned, being the sole shareholder of Florida Express Carriers, Inc. (the "Corporation"), hereby consents to the adoption of the following resolution without a meeting in accordance with Section 607.0704 of the Florida Business Corporation Act and the Corporation's Bylaws:

RESOLVED, that Article I of the Articles of Incorporation of the Corporation shall be amended to read as follows:

ARTICLE I

Name

The name of this corporation is:

FEC HIGHWAY SERVICES, INC.

FURTHER RESOLVED, that the officers of the Corporation be and hereby are authorized and directed to execute and deliver to the Florida Secretary of State for filing, Articles of Amendment to the Articles of Incorporation of the Corporation and to take such further action as may be necessary to carry out the foregoing resolution.

Florida East Coast Industries, Inc.

By: 
Robert W. Ancstis, Chairman

Date: September 25, 2003