P01000021288

February 14, 2001

Division of Corporations 409 E. Gaines Street Tallahassee, Florida 32399

Re: USA RUNNERES, INC.

400004009194--0 -04/13/01--01105--010 *******35.00 ******35.00

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Amendment to Articles of Incorporation for the subject corporation, along with a check for the necessary fees.

Return documents to me at:

Rambo & Company 655-1 West Fulton Street Sanford, Fl. 32771 (407) 330-0991

Should you require anything further, please feel free to contact me.

Yours Respectfully, RAMBO & COMPANY

KATHY HOLT

Enc.

FILED 01 APR 13 PM 3:56 SECRETARY OF STATE ALLAHASSEE, FLORIDA

NO

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



TRANSCO	TRUCKING	OF	FLORIDA,	INC.	
		(present name)		

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)

CHANGED NAME TO:

USA RUNNERS, 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: 3/1/01				
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				
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.				
7	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.				
	Signed this				
Signatu	Mu. Too				
	OR				
(By a director if adopted by the directors)					
	OR				
	(By an incorporator if adopted by the incorporators)				
	ELVIRA ROSR Typed or printed name				
	1				
	PRESIDENT/Incorporator				
	# ITIE				