PO 100015042 FD. BQ 1924 00015042 Ekglewood, FL 34295

December 19, 2001

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

Re: Articles of Amendment

700004740937--3 -12/27/01--01031--004 *****43.75 *****43.75

Dear Sir or Madam:

Enclosed you will find the Article of Amendment forms to correct a portion of our Articles of Incorporation. We would like to get a certified copy of this amendment and have enclosed a check for such. Our phone number is 888-298-8700. Thank you for your time.

Sincerely,

Robert E. Schroder

Marathon Logistics Corporation

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

Marathon Logisitics Corporation

(present name)

P01000115042

(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)

Be it adopted that a typographical error was made in the spelling of the corporate name. The name "Marathon Logisitics Corporation". It is amended to correst "Marathon Logistics Corporation".

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: \\ \tag{\Q_\tag{\q_\tag{\q_\tag{\Q_\tag{\Q_\tag{\Q_\tag{\Q_\tag{\Q_\tag{\Q_\tag{\q_\tag{\Q_\tag{\Q_\tag{\Q_\tag{\Q_\tag{\Q_\tag{\Q_\tag{\Q_\tag{\Q_\tag{\Q_\tag{\Q_\tag{\Q_\tag{\Q_\tag{\Q_\tag{\Q_\tag{\q\q}\q}\q\q\q\q\\\ \q\q\\\ \q\\\ \q\\\ \q\\\ \q\\\ \q\\\ \q\\\ \q\\\ \q\\\ \q\\\ \q\\ \
FOURTH	Adoption of Amendment(s) (CHECK ONE)
Q	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.
Ş	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signature	Signed this 18 day of December , 2001 (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)
	ROBERT E. SCHROBER (Typed or printed name)
	President / Inverposation
	(1100)/