P08922

(Requestor's Name)

(Address)

(Address)

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(Business Entity Name)

(Document Number)

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Name change
(a) 2/19/04

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sharon Bruzek
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tel +847.734.8811
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MasudaFunai CHICAGO CINCINNATI LOS ANGELES SCHAUMBURG

FILED
04 FEB 13 PM 12: 10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

By Federal Express

February 12, 2004

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

Re: **NNR Aircargo Service (USA) Inc.**
File No. P08922

Dear Sir:

Enclosed for filing are the following:

1. An executed original and one photocopy of Application by Foreign Profit Corporation to file Amendment to Application for Authorization to Transact Business in Florida (for name change) of the above corporation;
2. Certified copy of Illinois Articles of Amendment; and
3. Check in the amount of $35.00 for the filing fee.

Please return the date-stamped photocopy to us in the enclosed, self-addressed return envelope.

If you have any questions, please call us at (847) 734-8857.

Very truly yours,

MASUDA, FUNAI, EIFERT & MITCHELL, LTD.

Sharon Bruzek/sn

Sharon A. Bruzek
Legal Assistant

for John Stanis

Enclosure
N:\CORP\LTRS\15530054.doc

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

04 FEB 13 PM 12: 10
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION I
(1-3 MUST BE COMPLETED)

P08922
(Document number of corporation (if known))

1. NNR AIRCARGO SERVICE (USA) INC.
(Name of corporation as it appears on the records of the Department of State)

2. Illinois
(Incorporated under laws of)

3. 1/31/86
(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? December 26, 2003

5. NNR Global Logistics USA Inc.
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration. N/A

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction. N/A

(New jurisdiction)

(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

2-09-04
(Date)

Shinji Kitamura
(Typed or printed name of person signing)

President
(Title of person signing)

Form **BCA-10.30**
(Rev Jan 2003)

ARTICLES OF AMENDMENT

File # 4987-780-3

Jesse White
Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-1832

Remit payment in check or money order payable to "Secretary of State."

*The filing fee for restated articles of amendment - $100.00

http://www.cyberdriveillinois.com

FILED

DEC 26 2003

JESSE WHITE
SECRETARY OF STATE

SUBMIT IN DUPLICATE

This space for use by Secretary of State

Date	12-26-03
Franchise Tax	$
Filing Fee*	~~$25.00~~ 50.00
Penalty	$
Interest	$
Approved:	KK

1 CORPORATE NAME: NNR AIRCARGO SERVICE (USA) INC.
(Note 1)

2 MANNER OF ADOPTION OF AMENDMENT:

The following amendment of the Articles of Incorporation was adopted on October 10 (Month & Day), 2003 (Year) in the manner indicated below. ("X" one box only)

☐ By a majority of the incorporators, provided no directors were named in the articles of incorporation and no directors have been elected:
(Note 2)

☐ By a majority of the board of directors, in accordance with Section 10.10, the corporation having issued no shares as of the time of adoption of this amendment;
(Note 2)

☐ By a majority of the board of directors, in accordance with Section 10.15, shares having been issued but shareholder action not being required for the adoption of the amendment;
(Note 3)

☐ By the shareholders, in accordance with Section 10.20, a resolution of the board of directors having been duly adopted and submitted to the shareholders. At a meeting of shareholders, not less than the minimum number of votes required by statute and by the articles of incorporation were voted in favor of the amendment;
(Note 4)

☐ By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by shareholders having not less than the minimum number of votes required by statute and by the articles of incorporation. Shareholders who have not consented in writing have been given notice in accordance with Section 7.10;
(Notes 4 & 5)

☒ By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by all the shareholders entitled to vote on this amendment
(Note 5)

3 TEXT OF AMENDMENT

a When amendment effects a name change, insert the new corporate name below. Use Page 2 for all other amendments.

Article I: The name of the corporation is:

NNR Global Logistics USA Inc. KK

(NEW NAME)

All changes other than name, include on page 2
(over)

Text of Amendment

b (*If amendment affects the corporate purpose, the amended purpose is required to be set forth in its entirety If there is not sufficient space to do so, add one or more sheets of this size.*)

N/A

4 The manner, if not set forth in Article 3b, in which any exchange, reclassification or cancellation of issued shares, or a reduction of the number of authorized shares of any class below the number of issued shares of that class, provided for or effected by this amendment, is as follows: *(If not applicable, insert "No change")*

NO CHANGE.

5 (a) The manner, if not set forth in Article 3b, in which said amendment effects a change in the amount of paid-in capital (Paid-in capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts) is as follows. *(If not applicable, insert "No change")*

NO CHANGE.

(b) The amount of paid-in capital (Paid-in Capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts) as changed by this amendment is as follows: *(If not applicable, insert "No change")*

NO CHANGE.

	Before Amendment	After Amendment
Paid-in Capital	$ ________	$ ________

(Complete either Item 6 or 7 below. All signatures must be in BLACK INK.)

6 The undersigned corporation has caused these articles to be signed by a duly authorized officer who affirms, under penalties of perjury, that the facts stated herein are true.

Dated 10-14-03, 2003 NNR AIRCARGO SERVICE (USA) INC.
(Month & Day) *(Year)* *(Exact Name of Corporation at date of execution)*

(Any Authorized Officer's Signature)
Shinji Kitamura, President
(Type or Print Name and Title)

7 If amendment is authorized pursuant to Section 10.10 by the incorporators, the incorporators must sign below, and type or print name and title

OR

If amendment is authorized by the directors pursuant to Section 10.10 and there are no officers, then a majority of the directors or such directors as may be designated by the board, must sign below, and type or print name and title.

The undersigned affirms, under the penalties of perjury, that the facts stated herein are true.

Dated ______________________, ________
(Month & Day) *(Year)*

NOTES and INSTRUCTIONS

NOTE 1 State the true exact corporate name as it appears on the records of the office of the Secretary of State, BEFORE any amendments herein reported

NOTE 2 Incorporators are permitted to adopt amendments ONLY before any shares have been issued and before any directors have been named or elected. (§ 10.10)

NOTE 3 Directors may adopt amendments without shareholder approval in only seven instances, as follows,

(a) to remove the names and addresses of directors named in the articles of incorporation;
(b) to remove the name and address of the initial registered agent and registered office, provided a statement pursuant to § 5.10 is also filed;
(c) to increase, decrease, create or eliminate the par value of the shares of any class, so long as no class or series of shares is adversely affected.
(d) to split the issued whole shares and unissued authorized shares by multiplying them by a whole number, so long as no class or series is adversely affected thereby;
(e) to change the corporate name by substituting the word "corporation", "incorporated", "company", "limited", or the abbreviation "corp.", "inc ", "co.", or "ltd." for a similar word or abbreviation in the name, or by adding a geographical attribution to the name;
(f) to reduce the authorized shares of any class pursuant to a cancellation statement filed in accordance with § 9 05.
(g) to restate the articles of incorporation as currently amended. (§ 10.15)

NOTE 4 All amendments not adopted under § 10.10 or § 10.15 require (1) that the board of directors adopt a resolution setting forth the proposed amendment and (2) that the shareholders approve the amendment.

Shareholder approval may be (1) by vote at a shareholders' meeting *(either annual or special)* or (2) by consent, in writing, without a meeting.

To be adopted, the amendment must receive the affirmative vote or consent of the holders of at least 2/3 of the outstanding shares entitled to vote on the amendment *(but if class voting applies, then also at least a 2/3 vote within each class is required).*

The articles of incorporation may supersede the 2/3 vote requirement by specifying any smaller or larger vote requirement not less than a majority of the outstanding shares entitled to vote and not less than a majority within each class when class voting applies. (§ 10.20)

NOTE 5 When shareholder approval is by consent, all shareholders must be given notice of the proposed amendment at least 5 days before the consent is signed. If the amendment is adopted, shareholders who have not signed the consent must be promptly notified of the passage of the amendment. (§§ 7.10 & 10 20)

STATE OF ILLINOIS
Office of the Secretary of State
I hereby certify that this is a true and correct copy, consisting of four pages, as taken from the original on file in this office.

Jesse White

JESSE WHITE
SECRETARY OF STATE

DATED: December 29, 2003

BY: Kay Kreuser

EXPEDITED
SECRETARY OF STATE

DEC 29 2003

EXP. FEES 50.00
COPY FEES 25.00

STATE OF ILLINOIS
Office of the Secretary of State
I hereby certify that this is a true and correct copy, consisting of four pages, as taken from the original on file in this office.

Jesse White

JESSE WHITE
SECRETARY OF STATE

DATED: December 29, 2003

BY: Kay Kruse

EXPEDITED
SECRETARY OF STATE

DEC 29 2003

EXP. FEES 50.00
COPY FEES 25.00