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ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
REED TRANSPORT SERVICES, INC.

Pursuant to the provisions of Section 607.1003 and Section 607.1006 of the Florida Business Corporation Act, REED TRANSPORT SERVICES, INC., a Florida corporation (the "Corporation"), adopts the following Articles of Amendment to its Articles of Incorporation:

ARTICLE I

Name

The name of the corporation is REED TRANSPORT SERVICES, INC. The Articles of Incorporation of the Corporation were filed with the Florida Secretary of State on July 23, 1996.

ARTICLE II

Amendments

Article V of the Articles of Incorporation of this Corporation is hereby deleted in its entirety, and substituting the following therefore to wit:

"ARTICLE V

1. Authorized Stock. The capital stock authorized, without par value, and the class of such stock shall be as follows:

<u>Number of Shares Authorized</u>	<u>Class of Stock</u>
1,000	Voting Common
99,000	Non-Voting Common

2. Voting Rights. The Voting Common Stock shall possess and exercise exclusive voting rights and, at all meetings of the shareholders, each record holder of such Voting Common Stock shall be entitled to one vote for each share held. Shareholders holding Non-Voting Common Stock shall possess no voting rights other than as required by law.

3. Consideration for Issuance of Stock. All or any part of the consideration for the issuance of the Stock of this Corporation may be in cash, property, or labor or services at a fair valuation to be fixed by the Board of Directors at a meeting called for that purpose, which consideration, in any event, shall not be less than the par value of the shares issued therefor. All Stock when issued shall be fully paid and nonassessable.

4. No Preemptive Rights. No shareholder of the Corporation shall have the right, upon the sale for cash or otherwise, of any new stock of the Corporation, of the same or any

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ARTICLES OF AMENDMENT TO THE
ARTICLES OF REED TRANSPORT SERVICES, INC.

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other kind, class or series as that which he or she already holds, to purchase his or her pro rata or any other share of such stock at the same price at which it is offered to others or any other price.

5. Implementation. Immediately upon the effectiveness of this Amendment to the Articles of Incorporation, the Corporation will expeditiously coordinate with its shareholders to arrange for the surrender of old shares and the issuance of new shares."

ARTICLE III
Date of Adoption

The amendments were adopted on the 7th day of December, 2010.

ARTICLE IV
Manner of Adoption

The amendment was duly approved by the joint written consent to action of the shareholders and the directors of the Corporation.

IN WITNESS WHEREOF, the undersigned officer has executed these Articles of Amendment to the Articles of Incorporation of the Corporation for the uses and purposes therein stated.

Dated this 7th day of December, 2010.

REED TRANSPORT SERVICES, INC.

By:


Jason E. Reed, Chief Executive Officer

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