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STEVEN H. KANE
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JEFFREY M. KOLTUN
Also admitted in Ohio
and Kentucky

P98000025620

October 29, 1999

Secretary of State
Bureau of Corporate Records
Attention: Corporations Division
Post Office Box 6327
Tallahassee, Florida 32314

400003030804--9
-11/01/99-01094-017
*****35.00 *****35.00

Re: Articles of Amendment to Articles of Incorporation of Access
Transport Services, Inc.
Effective Date: Date of Filing

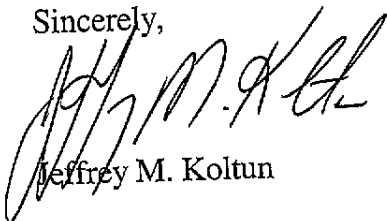
Dear Sir or Madam:

In connection with the amendment of the Articles of Incorporation of the above corporation, I have enclosed the following: (i) two signed originals of Second Articles of Amendment to Articles of Incorporation of Access Transport Services, Inc.; and (ii) a check in the amount of \$35.00 payable to the Department of State to cover the filing fee.

Please endorse your approval of the Articles of Amendment to Articles of Incorporation on the additional signed copy of the Articles of Amendment and return the docketed copy to me.

Please contact me if you have any questions or need additional information.

Sincerely,

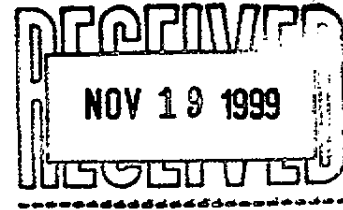

Jeffrey M. Koltun

JMK:kt
Enclosures
cc: Mr. Robert Drazen

FILED
99 DEC -9 PM 2:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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12-9-99
SP



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State



November 12, 1999

JEFFREY KOLTUN
1061 MAITLAND CENTER COMMONS
SUITE 106
MAITLAND, FL 32751

SUBJECT: ACCESS TRANSPORT SERVICES, INC.
Ref. Number: P98000025620

We have received your document for ACCESS TRANSPORT SERVICES, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

If the document was approved by a majority vote of the shareholders, it should also contain a statement that the number of votes cast by the shareholders was sufficient for approval.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 299A00054556

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November 28, 1999

Secretary of State
Bureau of Corporate Records
Attention: Carol Mustain, Corporate Specialist
Post Office Box 6327
Tallahassee, Florida 32314

Re: Articles of Amendment to Articles of Incorporation of Access
Transport Services, Inc.
Effective Date: Date of Filing

Dear Ms. Mustain:

As a follow-up to your letter of November 12, 1999 (copy enclosed), I have enclosed two signed originals of Second Articles of Amendment to Articles of Incorporation of Access Transport Services, Inc. which now provides and confirms that the number of votes cast by the shareholders was sufficient to approve the amendment.

Please endorse your approval of the Articles of Amendment to Articles of Incorporation on the additional signed copy of the Articles of Amendment and return the docketed copy to me.

Please contact me if you have any questions or need additional information.

Sincerely,



Jeffrey M. Koltun

JMK:kt
Enclosures

**SECOND ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ACCESS TRANSPORT SERVICES, INC.**

Pursuant to the provisions of Section 607.1006 of the *Florida Statutes*, ACCESS TRANSPORT SERVICES, INC., a corporation organized and existing under the laws of the State of Florida, hereby adopts the following Articles of Amendment to its Articles of Incorporation:

Section 1 - Name

The name of the corporation is Access Transport Services, Inc. (hereinafter referred to as the "Corporation").

Section 2 - Adoption and Text of Amendments

All of the members of the Board of Directors of the Corporation approved the following resolutions amending the Articles of Incorporation by written consent dated October 28, 1999, in accordance with the provisions of Section 607.0821 of the *Florida Statutes*, and a majority of the Shareholders of the Corporation cast a sufficient number of votes necessary to approve the resolution amending the Articles of Incorporation on October 28, 1999:

RESOLVED, that Article V of the Articles of Amendment to the Articles of Incorporation shall be deleted in its entirety, and the following substituted in lieu thereof:

"The maximum number of shares of stock that the Corporation is authorized to issue and have outstanding at any one time is One Hundred Thousand (100,000) shares of common stock having a par value of One Cent (\$0.01) per share."

RESOLVED, that Article XI of the Articles of Amendment to the Articles of Incorporation shall be deleted in its entirety, and the following substituted in lieu thereof:

"The Shareholders of the Corporation do not have a preemptive right to acquire the Corporation's unissued shares."

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dated this 28th day of October, 1999. _

Access Transport Services, Inc.

By: Robert Drzen
Robert Drzen, President