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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Via Federal Express

November 16, 2001

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

800004687818--9
-11/19/01--01077--001
*****35.00 *****35.00

**Re: Articles of Amendment to the Articles of Incorporation of
Safe-Freight, Inc.**

Dear Madam/Sir:

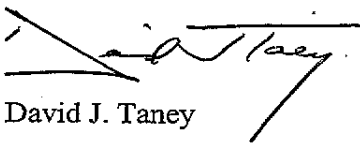
Enclosed please find duplicate originals of the Articles of Amendment to Articles of Incorporation of *Safe-Freight, Inc.* along with a check in the amount of \$35.00 representing the Amendment fee.

Please process the Amendment and return a confirmation copy to me at the following address:

**David J. Taney, Esq.
19495 Biscayne Boulevard, Suite 300
Aventura, Florida 33180**

Should you have any questions during processing, please contact me at (305) 466-7320. Thank you for your assistance with regard to this matter.

Sincerely,


David J. Taney

NC
11-28-01
DJS

Enclosures

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SAFE-FREIGHT, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 adopted: *(indicate article number(s) being amended, added or deleted)*

Article 1 – The name of the corporation is hereby amended and changed to SF Cargo, 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:

N/A

THIRD: The date of the amendment's adoption is November 16, 2001.

FOURTH: Adoption of Amendment:

The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 16th day of November, 2001.

Leon Falic
President