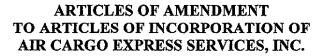
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## CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Air Cargo EXPress, Inc.	1000030179716 -10/19/9901011018 *****35.00 *****35.00 1000030179716 -10/19/9901011019 ******8.75 ******8.75
C. COULUETTE OCT 1 9 1999  Signature	Art of Inc. File  LTD Partnership File  Foreign Corp. File  L.C. File  Fictitious Name File  Trade/Service Mark  Merger File  Art. of Amend. File  RA Resignation  Dissolution / Withdrawal  Annual Report / Reinstatement  Cert. Copy  Photo Copy  Certificate of Good Standing  Certificate of Fictitious Name  Corp Record Search  Fictitious Search  Fictitious Owner Search  Fictitious Owner Search  Vehicle Search  Driving Record
Requested by:  Name    O - / 9 - 99	UCC 1 or 3 File  UCC 11 Search  UCC 11 Retrieval
Walk-In Will Pick Up	Courier





Pursuant to the provisions of Florida Statute §607.1006, this for profit Florida corporation adopts the following articles of amendment to its articles of incorporation.

## `Amendment to Article I - Name and Principal Office

The name of the corporation shall be AIR CARGO EXPRESS, INC.

The principal address of the corporation shall be:

2288 N.W. 82d Avenue Miami, Florida 33126

The effective date for the change of the name of the corporation is October 15, 1999.

This amendment was approved by the shareholders for the corporation. The number of votes cast for the amendment were sufficient for approval. In addition, the amendment was approved by the Board of Directors.

SIGNED this 14th day of October, 1999.

Henry N. Oldham

President and Secretary

Air Cargo Express Services, Inc.