FORM PCT-1618A Expires 6/30/99 OMB 0651-0027

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Name Manitowoc Crane Group, Inc.	
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JONES VARCAS



DEAN HELLER Secretary of State

101 North Carson Street, Suite 3 Carson City, Nevada 89701-4786 (775) 684 5708



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FEB 27 2001

Important: Read attached instructions before completing form.

Certificate of Amendment to Articles of Incorporation For Nevada Profit Corporations (Pursuant to NRS 78.385 and 78.390 - After Issuance of Stock) - Remit in Duplicate -

1. Name of corporation: Manitowoc Crane Group, Inc.
2. The articles have been amended as follows (provide article numbers, if available):
Article First: The name of the Corporation is Manitowoo Crane Companies, Inc.
3. The vote by which the stockholders holding shares in the corporation entitling them to exercise at least a majority of the voting power, or such greater proportion of the voting power as may be required in the case of a vote by classes or series, or as may be required by the provisions of the articles of incorporation have voted in favor of the amendment is: 100%
4. Signatures (Required): The Sandonia
President or Vice President and Socretary or Asst. Secretary
*If any proposed amendment would alter or change any preference or any relative or other right given to any class or series of outstanding shares, then the amendment must be approved by the vote, in addition to the affirmative vote otherwise required, of the holders of shares representing a majority of the voting power of each class or series affected by the amendment regardless of limitations or restrictions on the voting power thereof.

IMPORTANT: Failure to include any of the above information and remit the proper fees may cause this filing to be rejected.

Novade Secretary of State Form 78.385 PROFFS AMUNDISHED 1999-81 Revised un: USAFCS

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JONES VARGAS

UNANIMOUS WRITTEN CONSENT IN LIEU OF SPECIAL MEETING OF THE SOLE STOCKHOLDER OF MANITOWOC CRANE GROUP, INC.

The Manitowoc Company (the "Stockholder"), being the sole stockholder of Manitowoc Crane Group, Inc., a Nevada corporation (the "Company"), hereby adopts the following resolutions by unanimous written consent, in accordance with Section 78.320(2) of the Nevada Revised Statutes, as amended, and Article II, Section 10 of the Company's Bylaws with the same force and effect as if they were adopted by vote at a formal annual meeting convened for such purpose pursuant to notice:

WHEREAS, the Company's Board of Directors has determined that it is desirable and in the best interest of the Company to change the Company's name from Manitowoo Crane Group, Inc. to Manitowoo Crane Companies, Inc.

RESOLVED, that the Stockholder hereby approves of the name change from Manitowoo Crane Group, Inc. to Manitowoo Crane Companies, Inc.

RESOLVED FURTHER, that the Stockholder hereby authorizes the Board of Directors of the Company to cause to be prepared, executed, and delivered a certificate of amendment and other necessary instruments and documents, and to do such acts, as are necessary to carry out the purposes and intent of the foregoing resolutions.

DATED: This ____ day of December, 2000.

The Manitowoo Company, The

6 1

Being the sale stockholder of Manitowoo Crane Group, Inc.

RECORDED: 08/08/2001

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