

State of Idaho

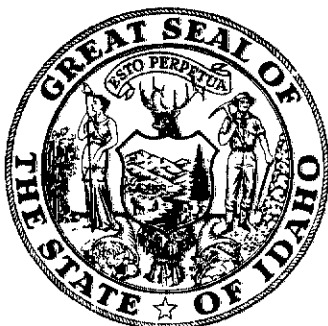
Department of State

CERTIFICATE OF WITHDRAWAL
OF
UNION PACIFIC RAILROAD COMPANY
File Number C 18243

I, PETE T. CENARRUSA, secretary of State of the State of Idaho, hereby certify that Application for Certificate of Withdrawal from this State, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Withdrawal and attach hereto a duplicate of the Application for such Certificate.

Dated: May 22, 1998



Pete T. Cenarrusa
SECRETARY OF STATE

By

Alisa Hartley

APPLICATION FOR CERTIFICATE OF WITHDRAWAL

(Instructions on back of application) MAY 14 11 01 AM '98



To the Secretary of State of Idaho:

SECRETARY OF STATE
STATE OF IDAHO

Pursuant to Section 30-1-1520, **Idaho Code**, the undersigned Corporation hereby applies for a certificate of withdrawal from the State of Idaho, and for that purpose submits the following statement:

1. The name of the corporation is Union Pacific Railroad Company

The name which it shall use in Idaho is _____

2. It is incorporated under the laws of Utah

3. It is not transacting business in the State of Idaho.

4. It hereby surrenders its authority to transact business in said state.

5. It revokes the authority of its registered agent in the State of Idaho to accept service of process and consents that service of process in any action, suit or proceeding based upon any cause of action arising in the State of Idaho during the time it was authorized to transact business therein may thereafter be made on it by registered or certified mail to the corporation at the address listed in item 6, below.

6. The post office address to which process against the corporation may be mailed is _____

406 West First Street, Salt Lake City, UT 84101

7. It agrees to notify the Secretary of State of the State of Idaho of any change to the address in Item 6.

By

Charles W. Saylor

Its

Asst. Secretary

(Specify capacity of signer)

Customer Acct #:

(Using pre-paid account)

Secretary of State use only
IDAHO SECRETARY OF STATE

05/14/1998 09:00
CX: 107009156 CT: 21069 IN: 110619

1 @ 20.00 = 20.00 FOR WITHDR
1 @ 20.00 = 20.00 EXPEDITE C

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