

STATEMENT OF CHANGE OF REGISTERED OFFICE OR
REGISTERED AGENT, OR BOTH

To the Secretary of State of the State of Idaho:

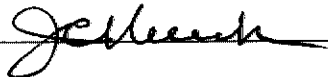
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Pursuant to the provisions of the Idaho Business Corporation Act, the undersigned corporation organized under the laws of the State of Nebraska submits the following statement for the purpose of changing its registered office or its registered agent, or both, in the State of Idaho.

1. The name of the corporation is Union Pacific Motor Freight Company
2. The post office address of its present registered office is P. O. Box 520
Pocatello, Idaho 83201, Carlson Building.
3. The post office address to which its registered office is to be changed is P. O. Box 4883,
Pocatello, Idaho 83201, Center Plaza, Suite C-1.
4. The name of its present registered agent is E. C. Phoenix
5. The name of its successor registered agent is F. L. Ringe
6. The address of the registered office and the business address of the registered agent are identical.
7. The foregoing change was authorized by resolution of the board of directors.

Dated July 10, 19 80

Union Pacific Motor Freight Company

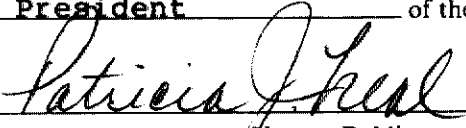
By 
Its _____ President

STATE OF NEBRASKA)
) ss:
COUNTY OF DOUGLAS)

I, Patricia J. Neal, a notary public, do hereby certify that on this
10th day of July, 19 80, personally appeared
before me J. C. Kenefick, who being by me first duly sworn,
declared that he is the President of Union Pacific
Motor Freight Company,

that he signed the foregoing document as President of the corporation and
that the statements therein contained are true.




Notary Public

RESOLUTION APPOINTING REGISTERED AGENT
OF
UNION PACIFIC MOTOR FREIGHT COMPANY

RESOLVED, that F. L. Ringe, whose post office address is P. O. Box 4883, Pocatello, Idaho, 83201, be and the same hereby is appointed Registered Agent of the above-named corporation in lieu of E. C. Phoenix, formerly its Registered Agent; and be it further

RESOLVED, that the post office address of the above-named corporation in Idaho now being P. O. Box 520, Pocatello, Idaho, 83201, be and the same is hereby changed to P. O. Box 4883, Pocatello, Idaho, 83201, and the same shall continue to be the post office address of this corporation in Idaho, and be it further

RESOLVED, that the President and Secretary of this corporation be and they are hereby authorized to certify to and file the attached resolution effecting these changes in the office of the Secretary of State of the State of Idaho, as required by law to effect such change of address of the registered office and business address of the registered agent.

We, the undersigned, President and Secretary of the above-named corporation, hereby certify that the above and foregoing resolutions were duly adopted by the Board of Directors at a meeting held on the 10th day of July, 1980.

SEAL

UNION PACIFIC MOTOR FREIGHT COMPANY

ATTEST:

By



President


Secretary