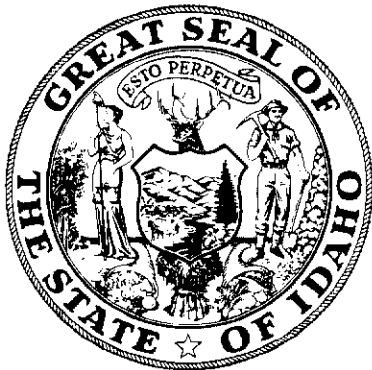


CERTIFICATE OF AUTHORITY
OF
PACIFIC RIM TRANSPORT INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of PACIFIC RIM TRANSPORT INC. for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to PACIFIC RIM TRANSPORT INC. to transact business in this State under the name PACIFIC RIM TRANSPORT INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated March 26, 1987



SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is Pacific Rim Transport Inc. 10 11

2. The name which it shall use in Idaho is Pacific Rim Transport Inc.

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Delaware

4. The date of its incorporation is October 6, 1986 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is c/o The Corporation Trust Company
1209 Orange St., Wilmington, Delaware 19801

6. The address to which correspondence should be addressed, if different from that in item 5.

7. The street address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is C T CORPORATION SYSTEM

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:

Trucking, distribution and warehousing and the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>- SEE ATTACHED RIDER -</u>		
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

(continued on reverse)

Name

Office

Address

- SEE ATTACHED RIDER -

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.
11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: _____

Pacific Rim Transport Inc.

(Corporation Name)

By

*Richard Thomas*Its President/~~Vice President~~ (please specify)

and

*Mary S. Salisbury*Its Secretary/~~Assistant Secretary~~ (please specify)

STATE OF CALIFORNIA)

COUNTY OF LOS ANGELES) ss:

I, MARY G. ROWE, a notary public, do hereby certify that on this 11th day of MARCH, 19 87, personally appeared before me RICHARD THOMAS / MARY S. SALISBURY who being by me first duly sworn, declared that (s)he is the PRESIDENT / SECRETARY of Pacific Rim Transport Inc.

that (s)he signed the foregoing document as PRESIDENT / SECRETARY of the corporation and that the statements therein contained are true.



Mary G. Rowe
Notary Public

PACIFIC RIM TRANSPORT INC.

Richard Thomas	President	2960 E. Victoria St., Compton, CA 90221
Mary Salisbury	Secretary	2960 E. Victoria St., Compton, CA 9021
Jorgen A. Engell	Treasurer & Director	1 World Trade Center Suite 3527 New York, NY 10048
A. B. Ruhly	Director	1 World Trade Center Suite 3527 New York, NY 10048
Joseph A. Beam	Director	231 Tyler Street, Berth 51 Port Newark, NJ 07114
Peter F. Klaus	Director	200 Oceangate 14th Floor Long Beach, CA 90802
William A. Trok	Director	1521 Harbor Scenic Drive Long Beach, CA 90801

BEG/gmb
03/19/87

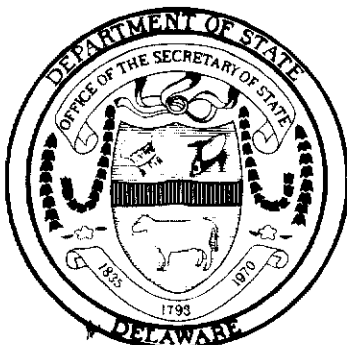
State of Delaware



Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY PACIFIC RIM TRANSPORT INC. IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE DATE SHOWN BELOW.

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Michael Harkins

Michael Harkins, Secretary of State

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AUTHENTICATION:

DATE: 03/24/1987