

APPLICATION FOR CERTIFICATE OF AUTHORITY

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 Frank B. Hall Transportation, Inc.
2. *The name which it shall use in Idaho is Frank B. Hall Transportation, Inc.
3. It is incorporated under the laws of Florida
4. The date of its incorporation is May 4, 1982 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 3001 Ponce de Leon Blvd., Coral Gables, Florida 33134
6. The address of its proposed registered office in Idaho is 2309 Mountain View Drive,
Boise, Idaho 83704, and the name of its proposed registered agent in Idaho at that address is Jake W. Peterson
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
automobile and truck leasing

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

Name	Office	Address
<u>See Attached</u>		

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>1,000</u>	<u>Common</u>	<u>\$1.00 par value per share</u>

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>1,000</u>	<u>Common</u>	<u>\$1.00 par value per share</u>
_____	_____	_____
_____	_____	_____

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated September 7, 1982.

By Frank B. Hall Transportation, Inc.
[Signature]
By _____
Its _____ President
and Ellen F. Schulman
Its _____ Secretary

STATE OF NEW YORK)
COUNTY OF WESTCHESTER) ss:

I, Jeanne M. Freedman, a notary public, do hereby certify that on this 7th day of September, 1982, personally appeared before me John Addeo, who being by me first duly sworn, declared that he is the President of Frank B. Hall Transportation, Inc.

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

JEANNE M. FREEDMAN
Notary Public, State of New York
No. 60-4748331
Qualified in Westchester County
Term Expires March 30, 1983

Jeanne M. Freedman
Notary Public

*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

Frank B. Hall Transportation, Inc.

<u>Name</u>	<u>Title</u>	<u>Address</u>
Albert J. Tahmoush	Director/Chairman of the Board	549 Pleasantville Road Briarcliff Manor, NY 10510
J. Kevin Murphy	Director	3001 Ponce De Leon Blvd. Suite 201 Coral Gables, FL 33134
John Addeo	Director/President & Chief Executive Officer	549 Pleasantville Road Briarcliff Manor, NY 10510
James M. Schlomann	Director/Executive Vice President	549 Pleasantville Road Briarcliff Manor, NY 10510
Kenneth Rumsey	Director/Vice President - Finance	3001 Ponce De Leon Blvd. Suite 201 Coral Gables, FL 33134
Ronald J. Shapiro	Senior Vice President	549 Pleasantville Road Briarcliff Manor, NY 10510
Steven W. Lowe	Treasurer	3001 Ponce De Leon Blvd. Suite 201 Coral Gables, FL 33134
Ellen F. Schulman	Secretary & Assistant Treasurer	549 Pleasantville Road Briarcliff Manor, NY 10510
Charles R. Stiller	Assistant Secretary	3001 Ponce De Leon Blvd. Suite 201 Coral Gables, FL 33134

State of Florida

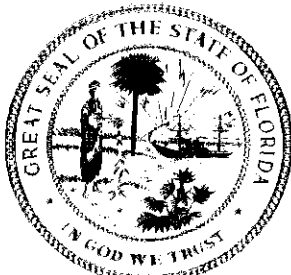


Department of State

SEP 20 10 22 AM '82
DEPARTMENT OF STATE

I certify that the attached is a true and correct copy of Articles of Incorporation of FRANK B. HALL TRANSPORTATION, INC., a corporation organized under the laws of the State of Florida, filed on May 4, 1982, as shown by the records of this office.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
3rd day of September, 1982.



George Firestone
Secretary of State

ARTICLE OF INCORPORATION

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STATE OF FLORIDA

BEFORE ME, the undersigned authority, on this day personally appeared _____, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

Given under my hand and seal of office this _____ day of _____, 19____.

Notary Public in and for the State of Florida.

My commission expires this _____ day of _____, 19____.

WITNESSETH that I, _____, Notary Public in and for the State of Florida, do hereby certify that the foregoing is a true and correct copy of the original instrument as the same appears from the records of my office.

Notary Public in and for the State of Florida.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of office this _____ day of _____, 19____.

Notary Public	Notary Public
My commission expires this _____ day of _____, 19____.	My commission expires this _____ day of _____, 19____.
My commission expires this _____ day of _____, 19____.	My commission expires this _____ day of _____, 19____.

John Addeo

549 Pleasantville Road
Briarcliff Manor, NY 10510

James M. Schlomann

549 Pleasantville Road
Briarcliff Manor, NY 10510

Kenneth Runney

3001 Ponce De Leon Blvd.
Suite 201
Coral Gables, Florida 33134

Walter J. LeMasurier

3001 Ponce De Leon Blvd.
Suite 201
Coral Gables, Florida 33134

SEVENTH: The name and post office address of the incorporator to these Articles of Incorporation is as follows:

Name

Address

Ellen F. Schulman

549 Pleasantville Road
Briarcliff Manor, NY 10510

IN WITNESS WHEREOF, the undersigned has this 3rd day of May, 1982 made and subscribed these Articles of Incorporation at Briarcliff Manor, New York for the uses and purposes aforesaid.

Ellen F. Schulman (SEAL)
Ellen F. Schulman

Signed, Sealed and Executed
in the presence of:

Kinda A. Jones

ACCEPTANCE BY REGISTERED AGENT

UNITED CORPORATE SERVICES, INC.

By

[Signature]
KIM A. [Signature] - PRESIDENT

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STATE OF NEW YORK)
) ss:
COUNTY OF WESTCHESTER)

Be it remembered that on this 3rd day of May, 1982, personally came before me, a Notary Public in and for the County and State aforesaid, Ellen F. Schulman, party to the foregoing document, known to me personally to be such, and acknowledged the said document to be her act and deed and that the facts therein stated are true.

Given under my hand and seal of office the day and year aforesaid.

JOHN M. FREEDMAN
Notary Public, State of New York
No. 60-4746631
Notary Public, Westchester County
Term Expires March 30, 1983

John M. Friedman
Notary Public