

STATE OF CALIFORNIA



DEPARTMENT OF STATE

To all whom these presents shall come, Greetings:

I, FRANK M. JORDAN, Secretary of State of the State of California, hereby certify:

That the annexed transcript has been compared with the RECORD on file in my office, of which it purports to be a copy, and that the same is full, true and correct.

In testimony whereof, *I, FRANK M. JORDAN, Secretary of State, have hereunto caused the Great*

Seal of the State of California to be affixed and my name subscribed, at the City of Sacramento, in the State of California,
this

OCT 1 - 1965

Frank M. Jordan
Secretary of State

By

John L. Shuler
Assistant Secretary of State



BOOTHE LEASING CORPORATION

CERTIFICATE OF OWNERSHIP

ENDORSED
FILED

In the office of the Secretary of State
of the State of California

OCT 1-1965

FRANK M. JORDAN, Secretary of State
By Bill Holden
Deputy

BOOTHE LEASING CORPORATION, a California corporation,
does hereby certify that:

1. It owns all the outstanding stock of Greyhound Leasing & Financial Corporation, a New York corporation.
2. At a meeting of the Board of Directors of Boothe Leasing Corporation, duly held, the following resolution was adopted by a majority of said Board of Directors:

"RESOLVED, THAT:

1. Pursuant to Section 4124 of the California Corporations Code this Corporation merge Greyhound Leasing & Financial Corporation into itself and assume all of the obligations of Greyhound Leasing & Financial Corporation.

2. At the time said merger becomes effective Article FIRST of the Articles of Incorporation of this Corporation shall be amended to read as set forth in full as follows:

'FIRST: that the name of said corporation shall be GREYHOUND LEASING & FINANCIAL CORPORATION.'

3. The President or Vice President and Secretary or Assistant Secretary of this Corporation be and they hereby are authorized and directed to execute, verify, and file a Certificate of Ownership pursuant to Section 4124 of the California Corporations Code and to take all such other and further action as they deem necessary or appropriate to consummate said merger and to effect said amendment to the Articles of Incorporation of this Corporation."

3. Said meeting of the Board of Directors of Boothe Leasing Corporation was held at 9:15 A.M., Eastern Daylight Time, August 26, 1965, at The Links Club, 36 East 62nd Street, New York, New York; the number of directors of Boothe Leasing Corporation is six; six directors voted to adopt said resolution,

and no directors voted against the adoption
thereof.

IN WITNESS WHEREOF Boothe Leasing Corporation
has executed this Certificate of Ownership this 8th day
of September, 1965.

BOOTHE LEASING CORPORATION

By D. P. Boothe, Jr.
D. P. Boothe, Jr.
Its President

By W. Carroll Bumpers
W. Carroll Bumpers
Its Secretary



VERIFICATION

STATE OF CALIFORNIA)
CITY AND) ss.
COUNTY OF SAN)
FRANCISCO)

D. P. BOOTHE, JR., and W. CARROLL BUMPERS,
being first duly sworn, depose and say:

That they are the President and Secretary,
respectively, of BOOTHE LEASING CORPORATION, and as such
make this verification for and on behalf of said
corporation; that they have read the foregoing Certificate
of Ownership and know the contents thereof; that the
same is true of their own knowledge except as to matters
which are therein stated on information and belief and
that as to those matters they believe them to be true.


D. P. BOOTHE, JR.


W. CARROLL BUMPERS

Subscribed and sworn to before me this 8th day
of September , 1965.


Helen L. Gribble
Notary Public
in and for the County of San Francisco
City and
State of California

My Commission Expires:

CONSENT TO USE OF NAME

Greyhound Lines, Inc.

a corporation organized under the laws of the State of California , hereby consents to the organization-qualification of Greyhound Leasing & Financial Corporation in the State of Idaho

IN WITNESS WHEREOF, the said Greyhound Lines, Inc.

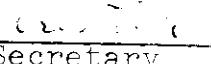
has caused this consent to be executed by its president and attested under its corporate seal by its secretary, this 31st day of August, 1965.

GREYHOUND LINES, INC.

By


President

Attest:


Secretary

(SEAL)