

State of Idaho

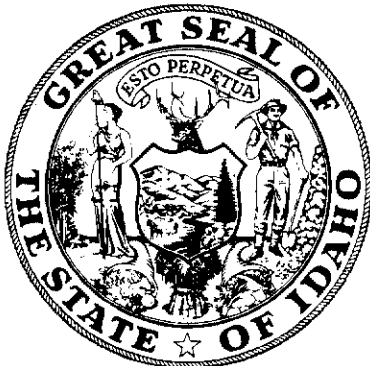
Department of State

AMENDED CERTIFICATE OF AUTHORITY OF CF PROPERTIES, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of CF PROPERTIES, INC.
_____ for an Amended 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 Amended Certificate of Authority to CF PROPERTIES, INC.
_____ to transact business in this State under the name CF PROPERTIES, INC.
_____ and attach hereto a duplicate original of the Application for such Amended Certificate.

Dated July 23, 1987.



Pete T. Cenarrusa
SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

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SEC. OF STATE
JUL 8 1986

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 CF PROPERTIES, INC.

2. The name which it shall use in Idaho is _____

(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 9/16/86 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, Del. 19801

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

Consolidated Freightways, Inc., 3240 Hillview Ave., P.O. Box 10340, Palo Alto, California 94303

7. The street address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701

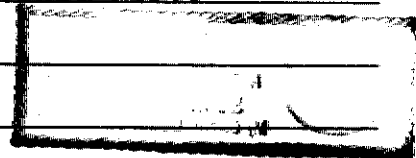
and the name of its proposed registered agent in Idaho at that address is CT CORPORATION SYSTEM

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

Real property activities

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

Name	Office	Address
<u>Raymond F. O'Brien</u>	<u>COB & Director</u>	<u>All Officers & Directors</u>
<u>Frank E. Roberts</u>	<u>Pres./Treas./Dir.</u>	<u>are located at:</u>
<u>John P. Kelly</u>	<u>VP/Sec/Gen Csl</u>	<u>Dir. 3240 Hillview Ave., Palo Alto,</u>
<u>Donald E. Moffitt</u>	<u>Director</u>	<u>California 94303</u>
<u>Larry R. Scott</u>	<u>Director</u>	



(continued on reverse)

Name

Office

Address

- 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: June 25, 1987

CF PROPERTIES, INC.
(Corporation Name)

By [Signature]

Frank E. Roberts Its President/Vice-President (please specify)

and [Signature]
John P. Kelly Its Secretary/Assistant Secretary (please specify)

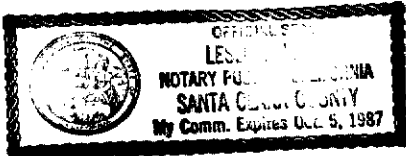
STATE OF CALIFORNIA)

) ss:

COUNTY OF SANTA CLARA)

I, LESLIE J. WALL, a notary public, do hereby certify that on this 25th day of June, 19 87, personally appeared before me Frank E. Roberts, who being by me first duly sworn, declared that (s)he is the President of CF PROPERTIES, INC.

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



[Signature]
Notary Public

State of Delaware

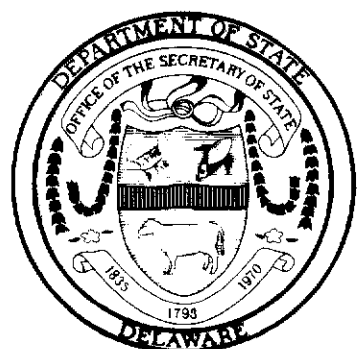


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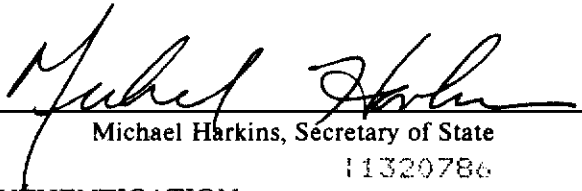
Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY CF PROPERTIES, 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, Secretary of State

AUTHENTICATION:

11320786

DATE:

07/17/1987