



Department of State.

**CERTIFICATE OF AMENDMENT
OF**

GARRETT FREIGHTLINES, INC.

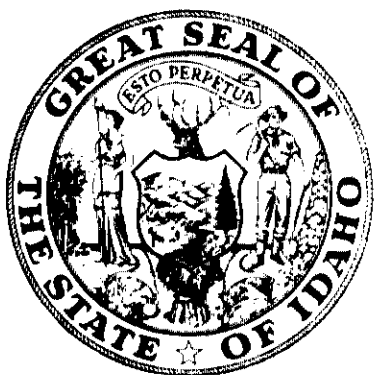
I PETE T. CENARRUSA, Secretary of State of the State of Idaho hereby, certify that
duplicate originals of Articles of Amendment to the Articles of Incorporation of _____

GARRETT FREIGHTLINES, INC.

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
Amendment to the Articles of Incorporation and attach hereto a duplicate original of the Articles
of Amendment.

Dated March 28, 19 83



Pete T. Cenarrusa
SECRETARY OF STATE

Corporation Clerk

ARTICLES OF AMENDMENT
OF
GARRETT FREIGHTLINES, INC.

Pursuant to the provisions of Section 30-1-61 of the Idaho Business Corporation Act, Garrett Freightlines, Inc., an Idaho corporation ("the corporation"), adopts the following Articles of Amendment of its Articles of Incorporation:

1. Articles III and V of the Articles of Incorporation of the corporation are amended to read as follows:

ARTICLE III

The principal office of the corporation shall be at such place within or without the State of Idaho as the Board of Directors may, from time to time, determine.

ARTICLE V

The number of Directors of said corporation shall be fixed by the by-laws of the corporation.


2. The aforesaid amendment was adopted by the sole stockholder of the corporation as of June 22, 1982, in the manner prescribed by laws of the State of Idaho.

3. The number of shares of the corporation authorized to vote and outstanding at the time aforesaid amendment was adopted was Seven Hundred and Sixty-Eight (768) shares. The number of shares voting for adoption of said amendment was Seven Hundred and Sixty-Eight (768) shares.

IN WITNESS WHEREOF, the undersigned has executed in duplicate and affixed hereto its corporate seal on this 16th day of February, 1983.

GARRETT FREIGHTLINES, INC.

(SEAL)


Bruce A. Bullock, Vice President,
General Counsel & Secretary of
ANR Freight System, Inc.
Sole Stockholder of Garrett
Freightlines, Inc.

Frank C. Baker

STATE OF MICHIGAN)

) SS

COUNTY OF WAYNE)

On this 16th day of February, 1983, before
me, the undersigned, a Notary Public in and for said

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal the day and year in this certifi

Jean E. Price
Notary

Notary Public

(SEAL)

JEAN E. PRICE
Notary Public for the State of New York
My Commission Expires 12/31/2011

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STATE OF MICHIGAN)

1 SS

COUNTY OF WAYNE)

I, Jean E. Price, a notary public, do hereby certify that on this 16th day of February, 1983, personally appeared before me Bruce A. Bullock, who, being by me first duly sworn, declared that he is the Vice President, General Counsel & Secretary of ANR Freight System, Inc., Sole Stockholder of Garrett Freightlines, Inc., that he signed the foregoing document as Vice President, General Counsel & Secretary of the corporation, and that the statements therein contained are true.

Jean E. Price
Notary Public for Michigan
Residing at: Wayne County
My Commission Expires:

(Notarial Seal)

Notary Public
City of Chicago