

87891/102894



Department of State.

**AMENDED CERTIFICATE OF AUTHORITY
OF**

MISSOURI PACIFIC TRUCK LINES, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of ~~MISSOURI PACIFIC TRUCK LINES,~~
~~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 ~~UNION PACIFIC MOTOR FREIGHT COMPANY~~
to transact business in this State under the name ~~UNION PACIFIC~~
~~MOTOR FREIGHT COMPANY~~ and attach hereto a duplicate original of the Application for such Amended Certificate.

Dated March 4, 19 91.



Pete T. Cenarrusa

SECRETARY OF STATE

[Signature]
Corporation Clerk

APPLICATION FOR AMENDED CERTIFICATE
OF AUTHORITY

To the Secretary of State of the State of Idaho:

Pursuant to Section 30-1-118, **Idaho Code**, the undersigned corporation hereby applies for an amended certificate of authority to transact business in the State of Idaho and for that purpose submits the following statement.

1. A Certificate of Authority was issued to the corporation by your office on November 3
19 88, authorizing it to transact business in the State of Idaho under the name of
MISSOURI PACIFIC TRUCK LINES, INC.

2. Its corporate name has been changed to
UNION PACIFIC MOTOR FREIGHT COMPANY
(Note: If the corporation name has not been changed, insert "No change.")

3. The name which it shall use hereafter in the State of Idaho is
UNION PACIFIC MOTOR FREIGHT COMPANY

Note: If the corporate name has been changed and the new name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or any abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Idaho. If a professional service corporation, add the appropriate word in place of those listed above.)

4. It desires to pursue in the transaction of business in the State of Idaho purposes other than or in addition to those set forth in its prior application for certificate of authority, as follows:

No Change

(Note: If no additional purposes are proposed, insert "No change.")

Dated January 18, 19 91.

By J. V. Dolan
J. V. Dolan
Its Vice President

And C. W. Saylor
C. W. Saylor
Its Assistant Secretary

STATE OF NEBRASKA)
COUNTY OF DOUGLAS) ss:

I, James M. Vandy, a notary public, do hereby certify that on this
18th day of January, 19 91, personally appeared

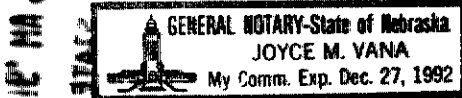
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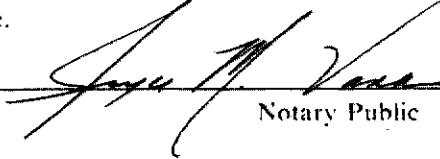
before me J. V. Dolan, who being by me first duly sworn,

declared that he is the Vice President

MISSOURI PACIFIC TRUCK LINES, INC.

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




Notary Public



RECEIVED
SEC. OF STATE

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SECRETARY OF STATE
FEB 4 9 23 AM '91

Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE CERTIFICATE OF INCORPORATION OF THE "MISSOURI PACIFIC TRUCK LINES, INC. OF DELAWARE", WAS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SIXTH DAY OF AUGUST, A.D. 1988, AT 10 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "MISSOURI PACIFIC TRUCK LINES, INC. OF DELAWARE", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS CORPORATE TITLE TO "MISSOURI PACIFIC TRUCK LINES, INC.", ON THE FOURTEENTH DAY OF SEPTEMBER, A.D. 1988, AT 10 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "MISSOURI PACIFIC TRUCK LINES, INC.", FILED A CERTIFICATE OF OWNERSHIP, CHANGING ITS CORPORATE TITLE TO "UNION PACIFIC MOTOR FREIGHT COMPANY", ON THE THIRTY-FIRST DAY OF DECEMBER, A.D. 1990, AT 10



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Michael Harkins
Michael Harkins, Secretary of State

AUTHENTICATION: *2943053

DATE: 02/04/1991



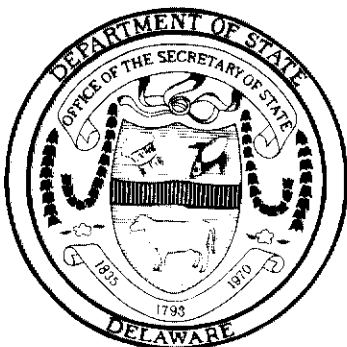
Office of Secretary of State

O'CLOCK A.M.

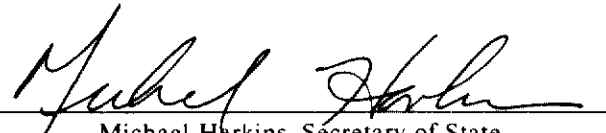
AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "UNION PACIFIC MOTOR FREIGHT COMPANY", IS THE LAST KNOWN TITLE OF RECORD OF THE AFORESAID CORPORATION.

* * * * *



731035103


Michael Harkins, Secretary of State

AUTHENTICATION: *2943053

DATE: 02/04/1991