

No. C 58008	Due no later than Mar 31, 2002 Annual Report Form		2. Registered Agent and Office NO PO BOX
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080	1. Mailing Address - Correct in this box, if applicable UNION PACIFIC FRUIT EXPRESS COMPANY RICHARD RHODES 1416 DODGE STREET RM 738 OMAHA, NE 68179		C.T. CORPORATION SYSTEM 300 N. 6TH ST. BOISE, ID 83701
NO FILING FEE IF RECEIVED BY DUE DATE			3. New Registered Agent Signature

4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.

<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>
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See attached list.

5. Organized Under the Laws of:	6.	Signature <i>C.W. Saylors</i>	Date <u>3/18/02</u>
UTAH		Name ^(Typed or Printed) <u>C.W. Saylors</u>	Title <u>Secretary</u>
C 58008			

Union Pacific Fruit Express Company

Incorporated Utah, December 7, 1977, in Perpetuity.

Federal Employer Tax I.D. #47-0600268

CAPITAL STOCK -

Authorized and issued 100,000 shares. Par value \$10. All owned by Union Pacific Railroad Company.

ANNUAL MEETING OF STOCKHOLDERS -

Second Monday in September at 10:00 a.m. Ten days' notice.

MEETING OF BOARD OF DIRECTORS -

As set by the Board.

PRINCIPAL PLACE OF BUSINESS -

1416 Dodge Street
Omaha, NE 68179

DIRECTORS (5)

I. J. Evans	UPRR	Omaha
J. V. Dolan	UPRR	Omaha
D. J. Duffy	UPRR	Omaha
J. J. Koraleski	UPRR	Omaha
J. R. Young	UPRR	Omaha

OFFICERS (13)

I. J. Evans	President	Omaha
D. J. Duffy	Executive Vice President-Operations	Omaha
J. V. Dolan	Vice President-Law	Omaha
B. R. Gutschewski	Vice President-Taxes	Omaha
J. J. Koraleski	Vice President	Omaha
J. N. Vargason	Vice President	Omaha
J. R. Young	Vice President	Omaha
R. J. Putz	Controller	Omaha
S. A. Oiness	Treasurer	Omaha
C. W. Saylor	Secretary	Omaha
E. M. Holder	Assistant Secretary	Omaha
W. R. Casebolt	General Manager	Pocatello
G. L. Claunch	Superintendent	Pocatello

AGENTS (10)

W. H. Pohle	Registered Agent - California	Roseville
CT Corp. System	Registered Agent - Colorado	Denver
CT Corp. System	Statutory Agent - Idaho	Boise
CT Corp. System	Registered Agent - Iowa	Des Moines
CT Corp. System	Registered Agent - Kansas	Topeka
E. R. Willingham	Registered Agent - Missouri	St. Louis
CT Corp. System	Registered Agent - Oregon	Portland
S. A. Goodsell	Registered Agent - Utah	Salt Lake City
CT Corp. System	Registered Agent - Washington	Seattle