

State of Idaho

Department of State

AMENDED CERTIFICATE OF AUTHORITY OF

AMERICAN PRESIDENT DOMESTIC COMPANY, LTD.

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

Dated: December 4, 1991



Pete T. Cenarrusa

SECRETARY OF STATE

Larry J. Clark
Corporation Clerk

APPLICATION FOR AMENDED CERTIFICATE
OF AUTHORITY

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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 May 2, 19 83, authorizing it to transact business in the State of Idaho under the name of _____

American President Domestic Company, Ltd.

2. Its corporate name has been changed to _____

APL Land Transport Services, Inc.

(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 _____

APL Land Transport Services, Inc.

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 Nov. 13, 19 91

APL Land Transport Services, Inc.

By _____

Douglas E. Stephenson

Its Vice President

APL Land Transport Services, Inc.

And _____

Peter A. V. Huegel

Its Assistant Secretary

STATE OF California)

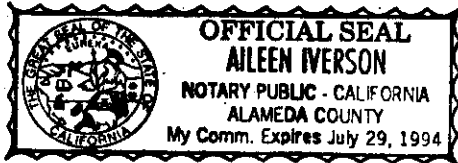
COUNTY OF Alameda) ss:

I, Aileen Iverson, a notary public, do hereby certify that on this 13th day of November, 19 91, personally appeared

(continued on reverse)

before me Peter A.V. Huegel , who being by me first duly sworn,
declared that he is the Asst. Secretary of APL Land Transport Services, Inc.

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



Aileen Iverson

Notary Public

State of Tennessee



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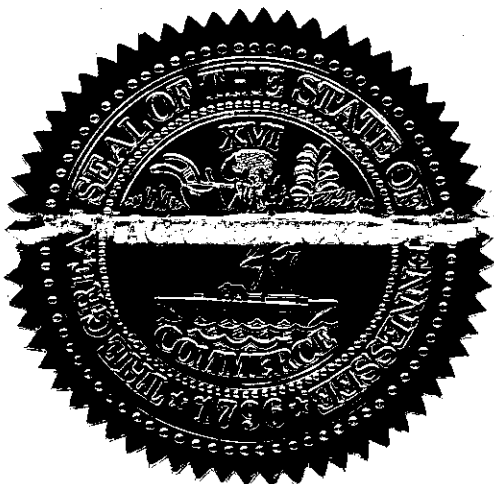
Department of State

I, BRYANT MILLSAPS, Secretary of State of the State of Tennessee, do hereby certify that Articles of Amendment to the Charter of

AMERICAN PRESIDENT DOMESTIC COMPANY, LTD.

were filed in this office on September 19, 1991, changing the name to:

APL LAND TRANSPORT SERVICES, INC.



In Witness Whereof, I have hereto affixed my signature and the Great Seal of the State, at Nashville, this 25th day of November in the year of our Lord nineteen hundred ninety-one

Bryant Millsaps

Secretary of State

by

John H. A. Strong