F98000002932

CSC THE UNITED STATES CORPORATION COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 823160 4307884

AUTHORIZATION : Patricia Pizzuto

COST LIMIT : $ 70.00

95/22

ORDER DATE : May 18, 1998

ORDER TIME : 12:22 PM

ORDER NO. : 823160-010

CUSTOMER NO: 4307884

CUSTOMER: Michele Arbeeny, Legal Asst
Windels, Marx, Davies & Ives
156 West 56th Street

New York, NY 10019

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 22 PM 2:59

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FOREIGN FILINGS

NAME: TKX LOGISTICS, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY
XX PLAIN STAMPED COPY
_____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lynette Coleman

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. TKX LOGISTICS, INC.
(Name of corporation: must include the word "INCORPORATED", "COMPANY","CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. DELAWARE
(State or country under the law of which it is incorporated)

3. Pending
(FEI number, if applicable)

4. 3-3-98
(Date of Incorporation)

5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)

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7. c/o Thyssen Inc., 400 Renaissance Center, Suite 1700
Detroit, Michigan 48243
(Current mailing address)

8. To engage in the business of the transportation of goods by truck, and any other lawful act or activity.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street, Suite 105

Tallahassee, Florida, 32301
(Zip Code)

10. **Registered agent's acceptance:**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company

By: Vicki Schreiber, Asst. V.P.
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY**- P. O. Box **NOT** acceptable)

A. DIRECTORS (Street address only- P. O . Box NOT acceptable)

Chairman: James V. Hering

Address: 400 Renaissance Center, Suite 1700, Detroit, Michigan 48243

Vice Chairman: Johan H. Wesslen

Address: 400 Renaissance Center, Suite 1700, Detroit, Michigan 48243

Director: A. Malcolm Gill

Address: 400 Renaissance Center, Suite 1700, Detroit, Michigan 48243

Director: __________

Address: __________

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B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: James V. Hering

Address: 400 Renaissance Center, Suite 1700, Detroit, Michigan 48243

Vice President: Johan H. Wesslen

Address: 400 Renaissance Center, Suite 1700, Detroit, Michigan 48243

Secretary: A. Malcolm Gill

Address: 400 Renaissance Center, Suite 1700, Detroit, Michigan 48243

Treasurer: A. Malcolm Gill

Address: 400 Renaissance Center, Suite 1700, Detroit, Michigan 48243

Assistant Secretary: Daniel V. Duff, Jr.

Address: 400 Renaissance Center, Suite 1700, Detroit, Michigan 48243

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. __________
(Signature of Chairman, Vice Chairman/or any officer listed in number 12 of the application)

14. Daniel V. Duff, Jr. , Assistant Secretary
(Typed or printed name and capacity of person signing application)

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TKX LOGISTICS, 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 TWENTIETH DAY OF MAY, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 22 PM 2:59

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05-20-98

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: