

CT CORPORATION SYSTEM

F02000000029

CORPORATION(S) NAME

Cross Con Terminals, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- | | | |
|----------------------------------------------------------|-------------------------------------------------|---------------------------------------------|
| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Nonprofit | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input checked="" type="checkbox"/> Foreign <i>qual.</i> | <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Change of RA |
| <input type="checkbox"/> LLC | <input type="checkbox"/> Name Registration | <input type="checkbox"/> UCC |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Photocopies | | |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

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Name _____
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Verifier _____
W.P. Verifier _____

01/02/02
12/28/01

Order#: 5017336

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Ref#:

*****70.00 *****70.00

Amount: \$ _____

BK

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

**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. Cross Con Terminals, 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 3. 36-2924526
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. March 10, 1977 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 12:00:01 a.m., Eastern Standard Time on January 1, 2002
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 1 Concord Center, 2300 Clayton Road, Suite 1200, Concord, California 94520
(Principal office address)

(Current mailing address)

to engage in any lawful act or activity for which corporations may be organized under the General

8. Corporation Law of the State of Delaware.

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

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

Name: CT Corporation System

Office Address: 1200 S. Pine Island Road

Plantation

(City)

, Florida 33324

(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.

Michael J. Smith Michael J. Smith
(Registered agent's signature) Assistant Secretary

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.

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SECRETARY OF STATE

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: [See attached.]

Address:

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

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TALLAHASSEE, FLORIDA

B. OFFICERS

President: [See attached.]

Address:

Vice President:

Address:

Secretary:

Address:

Treasurer:

Address:

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.

Lawrence C. Yarberry, Exec. VP and CFO

(Typed or printed name and capacity of person signing application)

CROSS CON TERMINALS, INC.

Officers

Donald C. Orris	President and Chief Executive Officer	1 Concord Center 2300 Clayton Road Suite 1200 Concord, California 94520
Lawrence C. Yarberry	Executive Vice President and Chief Financial Officer	1 Concord Center 2300 Clayton Road Suite 1200 Concord, California 94520
Michael Killea	Executive Vice President, General Counsel	1 Concord Center 2300 Clayton Road Suite 1200 Concord, California 94520
Joseph P. Atturio	Vice President, Controller and Secretary	1 Concord Center 2300 Clayton Road Suite 1200 Concord, California 94520
Joseph B. Doherty	Treasurer	1 Concord Center 2300 Clayton Road Suite 1200 Concord, California 94520
Nina Yao	Director of Taxes and Assistant Secretary	1 Concord Center 2300 Clayton Road Suite 1200 Concord, California 94520

Directors

Donald C. Orris	Chairman	1 Concord Center 2300 Clayton Road Suite 1200 Concord, California 94520
Gerry Angeli		1 Concord Center 2300 Clayton Road Suite 1200 Concord, California 94520
Lawrence C. Yarberry		1 Concord Center 2300 Clayton Road Suite 1200 Concord, California 94520

State of Delaware
Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CROSS CON TERMINALS, 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 SEVENTEENTH DAY OF DECEMBER, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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SECRETARY OF STATE
DELAWARE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

0835565 8300

AUTHENTICATION: 1509789

010648153

DATE: 12-17-01