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Apr 27 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # F95000002728 (2)
 1. Corporation Name
WERNER ENTERPRISES, INC.



Principal Place of Business 14507 FRONTIER ROAD OMAHA NE 68138 US	Mailing Address PO BOX 37308 OMAHA NE 68137-0308
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DO NOT WRITE IN THIS SPACE

21 2. Principal Place of Business	26 2a. Mailing Address
Suite, Apt. #, etc.	Suite, Apt. #, etc.
22 City & State	27 City & State
23 Zip	28 OMAHA NE
24 Country	29 68145
25	30 US

3. Date Incorporated or Qualified 06/07/1995	
4. FEI Number 47-0648386	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent
C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION FL 33324

10. Name and Address of New Registered Agent

81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City
85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE _____
 Signature typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating) _____ DATE _____

12. OFFICERS AND DIRECTORS		
TITLE	DVC	<input type="checkbox"/> DELETE
NAME	WERNER, CURTIS G	
STREET ADDRESS	14507 FRONTIER RD	
CITY-ST-ZIP	OMAHA NE	
TITLE	D	<input type="checkbox"/> DELETE
NAME	TIMMERMAN, GERALD	
STREET ADDRESS	14507 FRONTIER RD	
CITY-ST-ZIP	OMAHA NE	
TITLE	DCEO	<input type="checkbox"/> DELETE
NAME	WERNER, CLARENCE L	
STREET ADDRESS	14507 FRONTIER RD	
CITY-ST-ZIP	OMAHA NE	
TITLE	DVC	<input type="checkbox"/> DELETE
NAME	WERNER, GARY L	
STREET ADDRESS	14507 FRONTIER RD	
CITY-ST-ZIP	OMAHA NE	
TITLE	D	<input type="checkbox"/> DELETE
NAME	EPSTEIN, IRVING B	
STREET ADDRESS	14507 FRONTIER RD	
CITY-ST-ZIP	OMAHA NE	
TITLE	D	<input type="checkbox"/> DELETE
NAME	THOMPSON, MARTIN F	
STREET ADDRESS	14507 FRONTIER RD	
CITY-ST-ZIP	OMAHA NE	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		
1.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME		
1.3 STREET ADDRESS		
1.4 CITY-ST-ZIP		
2.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME		
2.3 STREET ADDRESS		
2.4 CITY-ST-ZIP		
3.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME		
3.3 STREET ADDRESS		
3.4 CITY-ST-ZIP		
4.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME		
4.3 STREET ADDRESS		
4.4 CITY-ST-ZIP		
5.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME		
5.3 STREET ADDRESS		
5.4 CITY-ST-ZIP		
6.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME		
6.3 STREET ADDRESS		
6.4 CITY-ST-ZIP		

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE _____ DATE _____

CR2E034 (10/97)

WERNER ENTERPRISES, INC.
P.O. BOX 45308
OMAHA, NE 68145-0308

FLORIDA PROFIT CORPORATION ANNUAL REPORT - 1998

ATTACHMENT A

ADDITIONAL OFFICERS AND DIRECTORS

TITLE NAME STREET ADDRESS CITY - ST - ZIP	P/D WERNER, GREGORY L 14507 FRONTIER RD OMAHA NE 68138
TITLE NAME STREET ADDRESS CITY - ST - ZIP	V/COO SYNOWICKI, ROBERT E JR 14507 FRONTIER RD OMAHA NE 68138
TITLE NAME STREET ADDRESS CITY - ST - ZIP	V REISER, RICHARD S 14507 FRONTIER RD OMAHA NE 68138
TITLE NAME STREET ADDRESS CITY - ST - ZIP	V/T/CFO STEELE, JOHN J 14507 FRONTIER RD OMAHA NE 68138
TITLE NAME STREET ADDRESS CITY - ST - ZIP	V ADAMS, ALAN D 14507 FRONTIER RD OMAHA NE 68138
TITLE NAME STREET ADDRESS CITY - ST - ZIP	V MARTIN, MARK A 14507 FRONTIER RD OMAHA NE 68138
TITLE NAME STREET ADDRESS CITY - ST - ZIP	V HENN, DUANE D 14507 FRONTIER RD OMAHA NE 68138
TITLE NAME STREET ADDRESS CITY - ST - ZIP	V WILLIAMS, LARRY P 14507 FRONTIER RD OMAHA NE 68138
TITLE NAME STREET ADDRESS CITY - ST - ZIP	V HAUG, DWAYNE O 14507 FRONTIER RD OMAHA NE 68138
TITLE NAME STREET ADDRESS CITY - ST - ZIP	S JOHNSON, JAMES L 14507 FRONTIER RD OMAHA NE 68138
TITLE NAME STREET ADDRESS CITY - ST - ZIP	D ROBERT, DONALD W 14507 FRONTIER RD OMAHA NE 68138
TITLE NAME STREET ADDRESS CITY - ST - ZIP	D DOLL, JEFFREY G 14507 FRONTIER RD OMAHA NE 68138