

P48000033161



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 776074 4353950

AUTHORIZATION : *Patricia Page*

COST LIMIT : \$ 122.50

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 APR 10 PM 12:04

ORDER DATE : April 9, 1998

ORDER TIME : 9:42 AM

ORDER NO. : 776074-005

CUSTOMER NO: 4353950

CUSTOMER: Ms. Jan Dongarra
GATX CORPORATION

500 West Monroe St.

500002484745--6

Chicago, IL 606613676

DOMESTIC FILING

NAME: GATX LOGISTICS OF PUERTO RICO,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS: _____

RECEIVED
98 APR 10 AM 10:10
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF
GATX LOGISTICS OF PUERTO RICO, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 10 PM 12:04

ARTICLE I - NAME - The name of this corporation is GATX LOGISTICS OF PUERTO RICO, INC.

ARTICLE II - TERM OF EXISTENCE - The duration of the corporation shall be perpetual.

ARTICLE III - PRINCIPAL OFFICE - The corporation's principal office shall be 1301 Riverplace Boulevard, Suite 1200, Jacksonville, Florida, 32207.

ARTICLE IV - NATURE OF BUSINESS - This corporation is organized for the purpose of engaging in and transacting any or all lawful business for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE V - AUTHORIZED SHARES - The number of shares that the corporation is authorized to issue is 1,000 shares of stock, all of which are of a par value of one dollar (\$1.00) each and are of the same class and are Common shares.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT - The initial registered office of this corporation in the State of Florida is Corporation Service Company, 1201 Hays Street, Tallahassee, Florida, 32301. The name of the initial registered agent of the corporation at the said registered office is Corporation Service Company. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida. The written acceptance of the said initial agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

ARTICLE VII - INITIAL BOARD OF DIRECTORS - This corporation shall have three (3) directors initially. The number of Directors may be increased or diminished, from time to time, by amendment to the Bylaws, but in no event shall the number of Directors be reduced below one (1). The names and addresses of the initial Directors of this corporation are:

NAME	ADDRESS
Joseph A. Nicosia	1301 Riverplace Blvd., Suite 1200, Jacksonville, FL
Michael J. Gardner	1301 Riverplace Blvd., Suite 1200, Jacksonville, FL
Thomas R. Scanlin	1301 Riverplace Blvd., Suite 1200, Jacksonville, FL

ARTICLE VIII - INCORPORATOR - The name and address of the incorporator of this corporation is:

NAME

Janet Dongarra

ADDRESS

GATX Corporation
500 West Monroe Street
Chicago, IL 60661

ARTICLE IX - AMENDMENTS - These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned incorporator, being a natural person competent to contract, has hereunto set her hand and affixed her seal this 8th day of April, 1998.


Janet Dongarra

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STATE OF ILLINOIS)
) ss
COUNTY OF COOK)

BEFORE ME personally appeared Janet Dongarra, to me well known and known to me to be the Person described in and who executed the foregoing Articles of Incorporation of GATX LOGISTICS OF PUERTO RICO, INC., and she acknowledged before me that she signed said Articles of Incorporation for the uses and purposes therein set forth.

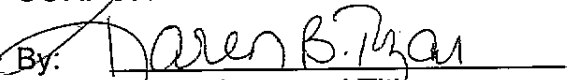
WITNESS my hand and official seal this 8th day of April, 1998.


Notary Public



Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in these Articles of Incorporation, 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 relating 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: 
Name and Title
Karen B. Rozar, As Its Agent

Date: 4-10-98