

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE  
CORPORATIONS DIVISION  
100 NORTH MAIN STREET.  
PROVIDENCE, RI 02903

Corp. I.D. # 96817

APPLICATION FOR  
CERTIFICATE OF AUTHORITY  
OF

Lily Transportation Corp.

To the Secretary of State  
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

FIRST: The name of the corporation is Lily Transportation Corp.

SECOND: The name which it elects to use in Rhode Island is \_\_\_\_\_

(If the name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or an 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 Rhode Island.)

THIRD: It is incorporated under the laws of Massachusetts

FOURTH: The date of its incorporation is March 18, 1983 and the period of its duration is perpetual

FIFTH: The address of its principal office in the state or country under the laws of which it is incorporated is 145 Rosemary Street, Needham, Massachusetts 02194

SIXTH: The address of its proposed registered office in Rhode Island is 123 Dyer Street, Providence, Rhode Island 02903 and the name of its proposed registered agent in Rhode Island at that address is C T Corporation System

C T CORPORATION SYSTEM

PATRICIA A. CANARIO,  
SPECIAL ASSISTANT SECRETARY

Patricia A. Canario  
Signature

SEVENTH: The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are

To carry on as lessor the general business of renting and leasing automotive vehicles, motor trucks, tractors, trailers, and any appurtenant equipment and apparatus used in motor transport and any business incidental thereto or in connection therewith and to carry on any other business or activity which may be lawfully carried on by a corporation organized under Massachusetts General Laws, Chapter 156B. Notwithstanding the foregoing, the purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the laws of Rhode Island.

FILED

AUG 7 1996

By [Signature]

1 (610 080)

EIGHTH: The names and respective addresses of its directors and officers are:

<u>Name</u>	<u>Office</u>	<u>Address</u>
John A. Simourian,	Director	145 Rosemary Street, Needham, Massachusetts 02194
Michele Simourian,	Director	145 Rosemary Street, Needham, Massachusetts 02194
	Director	
See attached list of officers	President	
	Vice President	
	Secretary	
	Treasurer	

NINTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
1,000	Common	(No series)	No par value
5,000	Preferred	(No series)	No par value

TENTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
400	Common	(No series)	No par value
5,000	Preferred	(No series)	No par value

ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 88,000,000.

TWELFTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ 3,989,000.

THIRTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 99,000,000.

FOURTEENTH: An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$ 3,500,000.

FIFTEENTH: This Application is accompanied by a copy of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

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Dated August 1, 19 96

Lily Transportation Corp.  
(Exact Corporate Name of Corporation Making Application)

By [Signature]

Its President

and [Signature]

Its Secretary

STATE OF Massachusetts }  
COUNTY OF Suffolk } So.

At Boston in said County on the 1st day  
of August 1996, before me personally appeared John  
Simourian II, who being by me first duly sworn, declared that  
he is the President of Lily Transportation Corp.  
that he signed the foregoing document as such President of the  
corporation, and that the statements therein contained are true.

[Signature]  
Notary Public

(NOTARIAL SEAL)

MARGARET A. MARTIN, Notary Public  
My Commission Expires: June 21, 2002

Appendix to Rhode Island  
Application for Certificate of Authority

**Officers of  
Lily Transportation Corp.**

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1. John Simourian II, President  
145 Rosemary Street  
Needham, Massachusetts 02194
2. John A. Simourian, Chief Executive Officer  
145 Rosemary Street  
Needham, Massachusetts 02194
3. Vernon F. Sherman, Jr., Chief Financial Officer and Assistant Clerk  
145 Rosemary Street  
Needham, Massachusetts 02194
4. Noel G. Posternak, Clerk  
100 Charles River Plaza  
Boston, Massachusetts 02114
5. Donald H. Siegel, Assistant Clerk  
100 Charles River Plaza  
Boston, Massachusetts 02114

SECRETARY OF THE COMMONWEALTH OF MASSACHUSETTS

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ARTICLES OF AMENDMENT  
GENERAL LAWS, CHAPTER 156B, SECTION 72

I hereby approve the within articles of amendment and, the filing fee in the amount of \$ 100 having been paid, said articles are deemed to have been filed with me this 23rd day of July 1999

*Michael J. Connolly*  
MICHAEL J. CONNOLLY  
Secretary of State

A TRUE COPY ATTEST  
*William Francis Galvin*  
WILLIAM FRANCIS GALVIN  
SECRETARY OF THE COMMONWEALTH  
DATE 8-5-96 CLERK Karew

TO BE FILLED IN BY CORPORATION  
PHOTOCOPY OF ARTICLES OF AMENDMENT TO BE SENT  
TO: NOEL G. POSTERNAK, P.C.

TO: NOEL G. POSTERNAK, P.C.  
Posternak, Blankstein & Lund  
100 Charles River Plaza  
Boston, MA 02114  
Telephone: (617) 367-9595