

Filing fee: \$150.00
License fee: \$15.00 minimum
(Section 7-1.1-124)

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. #

86240

APPLICATION FOR CERTIFICATE OF AUTHORITY OF

WESTERN STAR TRUCKS SALES, INC.

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 WESTERN STAR TRUCKS SALES, INC.

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.)

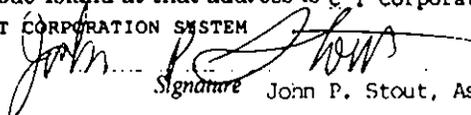
THIRD: It is incorporated under the laws of washington

FOURTH: The date of its incorporation is June 27, 1995 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 18th Floor, 1191 Second Avenue, Seattle, Washington 98101-2939

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

C T CORPORATION SYSTEM


Signature John P. Stout, Asst. Secy.

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

Distributor of Heavy Duty, Class 8 Trucks and After-Market Class 8 Truck Parts. 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

SEP 25 1995

By SS # 55
149070

SEP 25 1995
CORPORATIONS DIVISION
STATE OF RHODE ISLAND

SEP 25 1995
CORPORATIONS DIVISION
STATE OF RHODE ISLAND

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

<u>Name</u>	<u>Office</u>	<u>Address</u>
Stewart G. Smith	Director	2076 Enterprise Way, Kelowna, British Columbia, Canada V1Y 6H8
	Director	
	Director	
Stewart G. Smith	President	2076 Enterprise Way, Kelowna, British Columbia, Canada V1Y 6H8
	Vice President	
Bradley D. Stam	Secretary	2076 Enterprise Way, Kelowna, British Columbia, Canada V1Y 6H8
	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

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>
100	common	(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 \$ 170,000

TWELFTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ 1,596

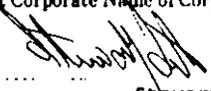
THIRTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 175,642,000

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 \$ 299,347

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.

Dated August 24, 1995

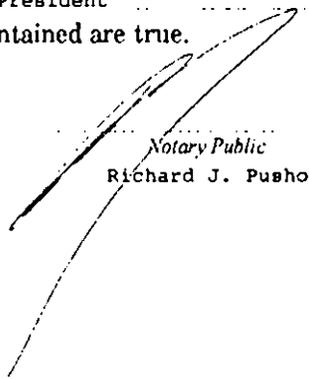
WESTERN STAR TRUCKS SALES, INC.
[Exact Corporate Name of Corporation Making Application]

By 
Stewart G. Smith
Its President

and 
Bradley D. Stam
Its Secretary

STATE OF British Columbia, } SC.
COUNTY OF N/A

At Kelowna, British Columbia, in said County on the 24 day
of August, 1995, before me personally appeared Stewart G.
Smith, who being by me first duly sworn, declared that
he is the president of WESTERN STAR TRUCKS SALES, INC.
that he signed the foregoing document as such president of the
corporation, and that the statements therein contained are true.


Notary Public
Richard J. Pushor

(NOTARIAL SEAL)



STATE of WASHINGTON SECRETARY of STATE

I, **Ralph Munro**, *Secretary of State of the State of Washington and custodian of its seal*, do hereby certify that the attached is a true and correct copy of

ARTICLES OF INCORPORATION
of
WESTERN STAR TRUCKS SALES, INC.

as filed in this office on June 27, 1995.

Date: September 20, 1995

Given under my hand and the seal of the State of Washington, at Olympia, the State Capitol.

A handwritten signature in black ink that reads "Ralph Munro". The signature is written in a cursive style with a large initial "R" and "M".

Ralph Munro, Secretary of State
L. Tornow