



HOUSEHOLD GOODS CARRIER PERMIT APPLICATION



Type of Household Goods Authority Requested - Check one	Fee Required
<input type="checkbox"/> Emergency temporary authority (to meet an urgent need for up to thirty days) - Complete pages 1 - 5 and Attachment E	\$50
<input type="checkbox"/> Temporary authority (to meet a short-term need) - Complete pages 1 - 5 and Attachment A	\$250
<input type="checkbox"/> Permanent authority (at least six months must be served on a temporary provisional basis) - Complete pages 1 - 5 and Attachment A	\$550
<input type="checkbox"/> Permanent authority to transfer or acquire control resulting in a change in ownership or controlling interest (at least six months must be served on a temporary provisional basis) - Complete pages 1 - 5 and Attachment C	\$550
<input checked="" type="checkbox"/> Permanent authority to transfer or acquire control under the exceptions in WAC 480-15-260 - Complete pages 1 - 5 and Attachments B & C	\$250
<input type="checkbox"/> Reinstatement of permit (must be filed within 30 or 60 days of cancellation, depending on criteria set forth in WAC 480-15-460) - Complete pages 1 - 2 and include a statement justifying the reinstatement	\$250
<input type="checkbox"/> Name Change - Complete page 1 and Attachment D	\$35
<input type="checkbox"/> Extension of authority - Complete pages 1 - 5 and Attachment A	\$550

TYPE OF PAYMENT

Check
 Money Order
 Amex
 Discover
 Mastercard #00105
 Visa

Expiration Date: _____ Amount: 250.00

CERTIFICATION: I, the undersigned, under penalty for false statement, certify that the following information is true and correct, that I am authorized to execute and file this document on behalf of the applicant, and that all information on file is current and valid.

Name (printed): L. DEE ROSE Date: 7-9-03
 Signature: [Signature] Title: PRESIDENT

FOR OFFICIAL USE ONLY			
Date Filed: <u>7/11/03</u>	Application #: <u>P-19203</u>	Motcar: <u>4916</u>	Permit Issued: HG- <u>1689</u>
Staff Assigned: <u>[Signature]</u>	Insurance: <u>[Signature]</u>	Inspection: <u>[Signature]</u>	DOL/SOS: <u>[Signature]</u>
Reception #: <u>111-0268-207-02</u>	<u>250.00</u>	<u>111-0268-202-01</u>	<u>111-0268-013-20</u>

0000106

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TV-031114

BUSINESS INFORMATION

Name of Applicant UNIVERSITY TRANSFER CO. INC. *JK*
 (must be individual, partners of a partnership, or corporation)

Trade Name, if applicable UNIVERSITY TRANSFER CO. INC. DBA UNIVERSITY MOVING + STORAGE

Physical Address 905 N. 128 ST. SEATTLE, WA. 98133

Mailing Address SAME

Telephone Number (206) 362-0508 Fax Number (206) 362-0510

UBI # 178-071-682 *JK* Email: UNIVERSITYMOVING@EARTHLINK.NET

TYPE OF BUSINESS STRUCTURE

- Individual Partnership Corporation Other _____
 (LP, LLP, LLC)

List the name, title, and percentage of partner's share or stock distribution for major stockholders:

Name	Title	Stock Distribution or Percentage of Shares
<u>L. DEE ROSE</u>	<u>PRESIDENT</u>	<u>1779 JOINTLY</u> <i>JK</i>
<u>VICENTA J. ROSE</u>	<u>VICE PRESIDENT</u>	
<u>LUNETTA A. ROSE</u>	<u>TREASURER</u>	<u>1721</u>

Choose one of the following for the territory in which you wish to operate:

- All counties in the State of Washington
 The following named counties only: _____

Describe the services you wish to provide. Explain how your services will enhance customer choice, promote competition, or fill an unmet need for service: COMPANY OPERATING SINCE 1905
ROSE FAMILY OPERATING COMPANY SINCE 1946

Briefly describe your experience in the transportation/household goods moving industry:
OPERATING BUSINESS SINCE 1946

Do you currently hold, or have you ever held, a permit to operate as a motor carrier of property?
 No Yes If yes, please indicate your permit number: HG 001689

Have you ever applied for and been denied a permit to operate as a motor carrier of property?
 No Yes If yes, please explain: _____

Do you currently operate interstate? No Yes If yes, please indicate your:
 DOT# _____ MC# _____ Single State Registration Base State _____

Do you operate interstate as an agent of another company? No Yes If yes, what is the name of the company? NATIONAL VAN LINES

Do you have, or have you ever had a business related legal proceeding against you in Washington, or in any other state? No Yes If yes, please explain: _____

Have you ever been convicted of a Class A or B Felony? No Yes If yes, please explain: _____

Have you been cited for violation of state laws or Commission rules? No Yes If yes, please explain: _____

FINANCIAL STATEMENT			
You may attach a Balance Sheet, Profit and Loss Statement, or business plan if available			
ASSETS		LIABILITIES	
Cash in Bank	\$	Payable	\$
Notes Receivable	\$	le	\$
Accounts Receivable	\$		\$
Investments	\$	able	\$
Other Current Assets	\$	Other	\$
Prepaid Expenses	\$	TOTAL LIABILITIES	\$
Land and Buildings	\$	NET WORTH	
Trucks and Trailers	\$	Preferred Stock	\$
Office Furniture	\$	Common Stock	\$
Other Equipment	\$	Retained Earnings	\$
Other Assets	\$	Capital	\$
TOTAL ASSETS	\$	TOTAL LIABILITIES & NET WORTH	\$

*SEE ATTACHED
 2002 HHC
 ANNUAL REPORT*

EQUIPMENT LIST

Describe the equipment that will be used (attach additional sheets if necessary). Vehicles must pass inspection and be issued a valid Commercial Vehicle Safety Alliance inspection decal before your application may be granted.

Year	Make	License Number	Vehicle ID Number	Gross Vehicle Weight
1971	FORD	HM 966B	C61KVM14249	24000
1983	INTERNATIONAL	A77497K	2HTD103E9DCA1226B	26000
1990	FORD	07815Z	1EDNF6DH7LZB01226	16000
1991	INTERNATIONAL	A 31291C	1HTSDNWN4MH394691	36000

SAFETY AND OPERATIONS

In each of the categories shown below, list the person and position responsible for understanding and complying with the Federal Motor Carrier Safety Regulations (FMCSR) and Washington State Laws and rules. Please refer to the WAC rules, Fact Sheets, and publication "Your Guide to Achieving a Satisfactory Safety Rating" for assistance with requirements that may apply to your specific operations.

SAFETY RESPONSIBILITIES

COMMERCIAL DRIVERS LICENSE (CDL) REQUIREMENTS (Title 49, Code of Federal Regulations Part 383) Any driver who operates a vehicle that meets the definition of a commercial motor vehicle must have a valid CDL.

Name: L. DEE ROSE Position: PRES.

DRIVER QUALIFICATION REQUIREMENTS (Title 49, Code of Federal Regulations Part 391) Driver's must meet minimum qualification requirements and each company must maintain driver qualification files for each driver.

Name: L. DEE ROSE Position: PRES.

DRIVERS HOURS OF SERVICE (Title 49, Code of Federal Regulations Part 395) Drivers must maintain logs and each company must maintain true and accurate hours of service records for each driver.

Name: L. DEE ROSE Position: PRES.

CONTROLLED SUBSTANCES AND ALCOHOL TESTING (Title 49, Code of Federal Regulations Part 382 & Part 40) Any person who drives a commercial motor vehicle requiring a CDL must be in a Controlled Substance and Alcohol Testing program that complies with the FMCSR in 49 CFR Part 382 and 49 CFR Part 40.

Name: L. DEE ROSE Position: PRES.

Each company will have in place a system for complying with FMCSR governing alcohol and controlled substances testing requirement (49 CFR Part 382 and 49 CFR Part 40)

VEHICLE INSPECTION, REPAIR, AND MAINTENANCE (Title 49, Code of Federal Regulations Part 396) Companies must ensure that each motor vehicle operated is regularly inspected, repaired, and maintained.

Name: L. DEE ROSE Position: PRES.

INSURANCE REQUIREMENTS (WAC 480-15-530) All companies must file and maintain proof of public liability and property damage insurance covering vehicles operated. (\$300,000 minimum coverage for vehicles under 10,000 pounds GVWR and \$750,000 minimum coverage for vehicles 10,000 pounds GVWR or more)

Name: L. DEE ROSE Position: PRES.

CARGO INSURANCE REQUIREMENTS (WAC 480-15-550) All companies must maintain cargo insurance coverage. (\$10,000 for household goods transported in motor vehicles under 10,000 pounds GVWR and \$20,000 for vehicles 10,000 pounds GVWR or more)

Name: L. DEE ROSE Position: PRES.

OPERATIONAL RESPONSIBILITIES

ANNUAL REPORTS and REGULATORY FEES (WAC 480-15-480) Companies must annually file a report of their financial operations and pay regulatory fees.

Name: L. DEE ROSE Position: PRES.

STATE OF WASHINGTON – general laws, rules and regulations: Individuals and companies doing business in the state of Washington must comply with the regulations of local, state, and federal agencies. Please state the name and position of the person in your organization who will be responsible for ensuring compliance with the laws of the state of Washington, such as, but not limited to: Department of Labor and Industries (industrial insurance, safety, prevailing wage); Department of Licensing (vehicle and drivers licenses, business licensing, Unified Business Identifier (UBI number), fuel permits, fuel tax); Secretary of State (corporate registrations); Department of Transportation (over-size or over-weight permits); Department of Revenue and Internal Revenue Service (taxes); and Employment Security.

Name: L. DEE ROSE Position: PRES.

DECLARATION OF APPLICANT:

I understand that filing this application does not in itself constitute authority to operate as a household goods mover.

As the applicant for a household goods permit, I understand the responsibilities of a motor carrier, and I am in compliance with all local, state, and federal regulations governing businesses, including household goods movers, in the state of Washington.

I understand that if the Commission grants my application as a new entrant I will be granted temporary authority to provide service as a household goods carrier on a provisional basis for at least six months. During this time, the Commission will evaluate whether I have met the criteria in WAC 480-15-330 to obtain permanent authority. I also understand that I must comply with all conditions placed on my temporary permit and that failure to do so will result in cancellation of my permit.

I certify or declare under penalty of perjury under the laws of the State of Washington that the information contained in this application is true and correct.

L. DEE ROSE
Print name of applicant


Signature of Applicant

7-9-03
Date & Place

ATTACHMENT B

Transfer or Acquisition of Control

Applicant is seeking one of the following - please check one:

Transfer Acquisition of Control

UNIVERSITY TRANSFER CO.
Current Name on Permit (Seller)

UNIVERSITY TRANSFER CO.
Current Trade Name on Permit (Seller)

Address (Seller)
HG- 001689 Permit Number Phone Number (Seller)

Does the transfer of this permit fall under the provisions of WAC 480-15-260? No Yes If yes, please complete Attachment C.

Have all fines and/or penalties been paid? No Yes

Has the closing annual report been filed with the Commission? No Yes

A customer may file a loss or damage claim for up to nine months following a move, and up to two years for a lawsuit. Who will be responsible for handling claims filed by customers for loss and/or damage that occurred on moves taking place prior to the sale and transfer or acquisition?

RELEASE OF AUTHORITY

I, the seller, have sold or otherwise released interest in my household goods permit number HG- 001689 to the following:

L. DEE ROSE - VICENTA J. ROSE - LUNETTA A. ROSE
Name of Buyer

UNIVERSITY TRANSFER Co. INC. DBA UNIVERSITY MOVING & STORAGE
Trade Name of Buyer

We, as applicants, hereby jointly declare and affirm that all information is true to the best of our knowledge.

See Attached Documentation
Seller's Signature

Date & Location

Vicenta J. Rose
Buyer's Signature
Lunetta A. Rose

7-9-03
Date & Location

INQR UTL024P1 MASTER LICENSE SERVICE 08/14/03
 BUSINESS ENTITY INQUIRY 14:05:16

UBI: 178 071 682 001 0001 State of Inc: WA Loc Status: A
Type: PUBLIC SERVICE CORPORATION Date of Inc: 04 16 1946 Corp Status: A

Owner Name: UNIVERSITY TRANSFER COMPANY INC.

Reg. Agent: L DEE ROSE
Reg. Address: 905 N 128TH Exp. Date: 04 30 2004
 SEATTLE WA 98133 Total Shares authzd:
 Total Shares issued:

Firm Name : UNIVERSITY MOVING & STORAGE
Loc: 905 N 128TH ST Mail: 905 N 128TH ST
 SEATTLE WA 98133 7515 SEATTLE WA 98133 7515

Phone: (206) 362-0508 Registered Tradenames for this UBI? Yes
RFI: No NSF: No Location First Activity: 01 01 1987
RFP: No Withhold: No Last License Issue: 08 14 2003

TRANSFER: _____ {Press <ENTER> for Endorsements List}
Enter-PF1---PF2---PF3---PF4---PF5---PF6---PF7---PF8---PF9---PF10--PF11--PF12---
 GLIST APLST UBIQ SERV TRDU INQA INQR MMENU



Corporations Menu

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Corporations Division - Registration Data Search

UNIVERSITY TRANSFER COMPANY INC.

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UBI Number 178 071 682
Category Public Utilities
Profit/Nonprofit Profit
Active/Inactive Active
State of Incorporation WA
Date of Incorporation 04/16/1946
License Expiration Date 04/30/2004

Registered Agent Information

Agent Name L DEE ROSE
Address 905 N 128TH
City SEATTLE
State WA
ZIP 98133

Special Address Information

Address
City
State
Zip

[Return to Search List](#)

Disclaimer

Information in the Secretary of State's Online Corporations Database is updated Monday through Friday by 5:00 a.m. Pacific Standard Time (state holidays excluded). Neither the State of Washington nor any agency, officer, or employee of the State of Washington warrants the accuracy, reliability, or timeliness of any information in the Public Access System and is not liable for any losses caused by such reliance on the accuracy, reliability, or timeliness of such information. While every effort is made to ensure the accuracy of this information, portions may be incorrect or not current. Any person or entity who relies on information obtained from the System does so at his or her own risk.

INQR UTL024P1 MASTER LICENSE SERVICE 08/14/03
BUSINESS ENTITY INQUIRY 14:05:26

UBI: 178 071 682 001 0001 Loc Status: A
Type: PUBLIC SERVICE CORPORATION

Owner Name: UNIVERSITY TRANSFER COMPANY INC.
Firm Name : UNIVERSITY MOVING & STORAGE
Page: 1

Endorsements	Unit	Account #	Stat	Date	Expires
TAX REGISTRATION			A		
UNEMPLOYMENT INSURANCE			A		
INDUSTRIAL INSURANCE			A		

TRANSFER: _____ End of Endorsement List

Enter-PF1---PF2---PF3---PF4---PF5---PF6---PF7---PF8---PF9---PF10--PF11--PF12---
GLIST APLST UBIQ SERV TRDU INQA INQR MMENU

ATTACHMENT C

TRANSFER OR ACQUISITION OF PERMANENT HOUSEHOLD GOODS AUTHORITY UNDER EXCEPTIONS IN WAC 480-15-260

1. The Commission will grant an application for permanent authority without public notice or comment if the applicant is fit, willing, and able to provide service and the application is filed to transfer or acquire control of permanent authority for one of the following reasons (check one, if applicable):

Handwritten initials

- A partnership has dissolved due to the death, bankruptcy, or withdrawal of a partner, and that partner's interest is being transferred to one or more of the remaining partners or a spouse;
- A shareholder in a corporation has died and that shareholder's interest is being transferred to a surviving spouse or one or more surviving shareholders;
- A sole proprietor has died and the interest is being transferred as property of the estate;
- An individual has incorporated, and the same individual remains the majority shareholder;
- An individual has added a partner, but the same individual remains the majority partner;
- A corporation has dissolved and the interest is being transferred to the majority shareholder;
- A partnership has dissolved and the interest is being transferred to the majority partner;
- A partnership has incorporated and the partners are the majority shareholders; or
- Ownership is being transferred from one corporation to another corporation when both are wholly owned by the same shareholders.

NOTE Documentation must be included with your application. Documentation may be in the form of a corporate resolution, partnership agreement, court order, death certificate, will or other proof of right to inherit, estate executor's statement, community property agreement or other such documentation that may support your request.

2. The Commission will grant an application for permanent authority without temporary permit operations following public notice or comment if the applicant is fit, willing, and able to provide service and the application is filed to transfer or acquire control of permanent authority for the following reason (check box, if applicable):

- Ownership or control of a permit is being transferred to any shareholder, partner, family member, employee, or other person familiar with the company's operations and the household goods moving services provided. If you check this option, please complete the following:
 - a. Has the permit been actively used by the current owner to provide household goods moving services during the last twelve-month period? No Yes
 - b. Explain why the transfer of ownership or control is necessary to ensure the company's economic viability: ALL OTHER PERSONS INVOLVED WITH THE COMPANY ARE DECEASED.
 - c. Describe the steps taken by the applicant and the current owner to ensure that safe operations and continuity of service to the customers are maintained: RUN BUSINESS AS PER RULES AND REGULATIONS SET UP BY WUTC.

You are not required to complete Schedule 2 if you are reporting "0" revenue or if you are a "small business" as defined in Schedule 1 on page 3 of this report.

SCHEDULE 2

Financial Statement

Line No.	Item	Total Amount
OPERATING REVENUES		
1	Common Carrier (\$ 124816.47 Washington Intrastate Household Goods Revenue)	124916.47
2	Contract Carrier (\$ Washington Intrastate Household Goods Revenue)	
3	Other Operating Revenues (describe) STORAGE-PACKING-HANDLING-INTERSTATE REVENUE-INTERNATIONAL	167463.72
4	Total Operating Revenues	292280.19
OPERATING EXPENSES		
SALARIES AND WAGES		
5	Owners, Spouses, Officers or Partners	77986.00
6	Clerical and Administrative (e.g. Billing, personnel, dispatching, etc.)	
7	Managerial/Supervisory (all not shown on line 5)	
8	Drivers and Helpers	88407.75
9	Mechanics and Truck Service	
10	Other Employees	13953.70
11	Total Salaries and Wages	180347.45
PAYROLL TAXES AND RELATED EXPENSES		
12	Federal Social Security (FICA) Taxes (\$ 4835.13 Owners, Partners, Officers)	10500.42
13	Federal Unemployment Taxes (\$ 112.00 Owners, Partners, Officers)	414.02
14	State Unemployment Taxes (\$ Owners, Partners, Officers)	2930.04
15	Workman's Compensation (Industrial Insurance) (\$ Owners, Partners, Officers)	3652.00
16	Other Payroll Taxes and Related Expenses (\$ 1130.98 Owners, Partners, Officers)	2455.55
17	Total Payroll Taxes and Related Expenses (\$ Owners, Partners, Officers)	19952.03
PAYROLL FRINGES		
18	Health and Welfare (Medical Insurance) -- employees	2833.35
19	Health and Welfare (Medical Insurance) -- owners, partners, officers	14193.00
20	Pension (Include IRA's and Keough Plans) -- employees	
21	Pension (Include IRA's and Keough Plans) -- owners, partners, officers	
22	Life insurance (Include IRA's and Keough Plans) --employees	
23	Other Payroll Fringes	
24	Total Payroll Fringes	17026.35

OPERATING SUPPLIES AND EXPENSES		
25	Fuel, Including Fuel Tax	7812.86
26	Oil and Lubricants	120.31
27	Repairs, Vehicle Parts and Outside Maintenance	16938.30
28	Tires and Tubes	842.36
29	Other Operating Supplies and Expenses	9382.61
30	Total Operating Supplies & Expenses	35096.44
GENERAL SUPPLIES AND EXPENSES		
31	Office Supplies, postage, etc.	5030.52
32	Tariffs (WUTC/ICC/PUC, ETC.), Advertising (Yellow Pgs, ETC.) and Dues (Assoc., ETC.)	8713.80
33	Sales Commissions	
34	Expense Accounts -- Officers and Supervisory Personnel (Travel, Meals, etc.)	
35	Other General Supplies and Expenses	2842.57
36	Total General Supplies & Expenses	16586.89

OPERATING TAXES AND LICENSES		
37	State Revenue Taxes (e.g., Washington B & O, Ton-mile, etc.)	3578.08
38	Vehicle Licenses and Registrations (Tonnage, Tolerance, Excise tax)	792.50
39	Federal Highway Use Tax	
40	City, County, State Business Licenses	89.00
41	State Regulatory Fees (WUTC or PUC)	355.54
42	Real Estate and Personal Property Taxes	11604.32
43	Other Taxes and Licenses	16419.44
44	Total Operating Taxes & Licenses	
INSURANCE		
45	Public Liability and Property Damage Insurance	841.00
46	Cargo Loss and Damage Insurance and Claims Payments	1577.85
47	Other Insurance (Theft, Glass, Structures and Buildings, etc.) & claims	22061.78
48	Total Communications & Utilities	24480.63
COMMUNICATIONS & UTILITIES		
49	Communications Expense (Telephone, Radio, etc.)	3356.60
50	Utilities (Heat, Light, Power, Water, Sewer, Garbage, etc.)	1625.68
51	Other Communications and Utilities Expenses	
52	Total Communications & Utilities	4982.28

DEPRECIATION AND AMORTIZATION		
53	Building and Structures (Terminal, Shop, etc.)	
54	Revenue Equipment (Trucks, Power Units, etc.)	6659.00
55	Other Carrier Property	
56	Leasehold Improvements	
57	Amortization	
58	Other Depreciation and Amortization	
59	Total Depreciation & Amortization	6659.00
OPERATING RENTS		
60	Equipment Rents and Purchased (Leased) Transportation -- Net	
61	Building Rents	21000.00
62	Computer and Office Equipment Rents	
63	Other Rents	
64	Total Operating Rents	21000.00
65	(GAIN) OR LOSS ON DISPOSITION OF OPERATING ASSETS:	
MISCELLANEOUS EXPENSES		
66	Legal Services	1000.00
67	Accounting Services	1040.00
68	Uncollectible Revenue	
69	Other Miscellaneous Expenses & Professional Fees	
70	Total Miscellaneous Expenses	2040.00
71	TOTAL OPERATING EXPENSES GRAND TOTAL (Total of Lines 11, 17, 24, 30, 36 44, 48, 52, 59, 64, 65, 70.)	34459.51
72	NET CARRIER OPERATING INCOME (line 4 minus Line 71)	52310.32
73	Other Income (Credit) (describe:) R.V. RENT STORAGE	10973.50
74	Interest Expense	
75	Corporate Income Tax	
76	Other Deductions (describe:) R.V. RENT EXPENSE	3000.00
77	Income Deductions (Total of lines 74, 75, & 76 minus line 73)	7973.50
78	NET INCOME (line 72 minus line 77) (Show loss in Brackets)	(44336.82)

A G R E E M E N T.

THIS AGREEMENT made and entered into at Seattle, Wash. this 24th day of October, 1946 between R. E. Burns, Harold J. Burns and R. J. Vanderhoef as parties of the first part, and W. W. Donart, L. H. Rose and W. E. Donart, parties of the second part, WITNESSETH:

WHEREAS, the parties of the first part hereto are the owners of all the capital stock of UNIVERSITY TRANSFER COMPANY, a corporation organized under the laws of Washington and doing business at 1406- East 40th Street in Seattle and they desire to sell all their capital stock in said corporation and transfer the assets and management of said company, together with its good will, to the parties of the second part, and the parties of the second part desire to purchase all said capital stock of first parties in said company, and the parties hereto now desiring to express the terms of said

in writing, now therefore, it is mutually agreed between them as follows:

(1) The parties of the first part agree to sell and transfer to parties of the second part all their capital stock of said company, which sale includes all assets, good will and stock in said corporation for the total sum of Six Thousand Dollars (\$6,000.00), payable the sum of Three Thousand Dollars (\$3,000.00) in cash upon the execution of this agreement and the balance sum of Three Thousand Dollars (\$3,000.00), together with interest thereon at five percent. per annum, to be paid at the rate of Forty-five Dollars (\$45.00) or more, including interest, on the 15th day of each calendar month hereafter commencing November 15th, 1946, which balance of Three Thousand Dollars (\$3,000.00) and interest so payable is to be evidenced by a promissory note of like amount, the total shares of capital stock to be pledged for the payment of said note.

(2) The parties of the first part are to retain all accounts receivable or obligations due said company, including all cash on hand, or on deposit in any bank in Seattle which property is not

included in said sale and parties of the first part agree to pay all indebtedness, if any, against said company, including balance due on note to M.V. Ross for \$500.00 or more, it being understood and agreed that second parties are to take over all the capital stock and assets of said company free and clear of any indebtedness.

(3) It is further agreed that first parties are to deposit said note with University National Bank of Seattle for collection and that second parties are to deposit with said bank all said stock certificates so transferred to them by first parties as collateral security for the payment of said note and interest, and expenses which may accrue thereon, and in case of non-payment of said note as and when payments are due the second parties hereby appoint and constitute said bank, its successors or assigns, their attorney irrevocable to sell at any time after the expiration of fifteen (15) days when said note or any part thereof is due and payable and with or without notice at the option of said bank the whole of said security at private sale and deliver the same to the purchaser or purchasers thereof, the proceeds of said note to be applied to the payment of said note, interest, expenses of sale, Attorney's fees and all lawful charges and expenses, and the surplus to be paid over to second parties. Provided, however, on payment of said note according to its terms the stock certificates are to be returned to second parties, or to their order or assigns.

(4) It is further agreed that parties of the first part will resign as officers of said company and parties of the second part are to elect a new board of directors to manage the affairs and concerns of said company, and it is expressly agreed that second parties shall be entitled to vote said pledged stock until the sale thereof, if necessary, as provided for in paragraph three hereof.

(5) It is further agreed that parties of the first part will deliver possession of said company, its business and assets to second

parties contemporaneously with the execution of this agreement.

IN WITNESS WHEREOF the parties hereto have hereunto set their hands and seals this 24th day of October, 1946.

R. E. Burns
Harold J. Burns
R. J. Vanderhoef
First Parties

L. H. Rose
W. W. Donart
W. E. Donart
Second Parties.

STATE OF WASHINGTON,) ss.
County of King.

THIS IS TO CERTIFY that on this 24th day of October, 1946, before me, the undersigned, a Notary Public in and for the State of Washington, duly commissioned and sworn, personally appeared R. E. Burns, Harold J. Burns, R. J. Vanderhoef, and W. W. Donart, L. H. Rose and W. E. Donart, to me known to be the individuals described in and who executed the foregoing instrument and acknowledged to me that they signed and sealed the same freely and voluntarily for the uses and purposes therein mentioned.

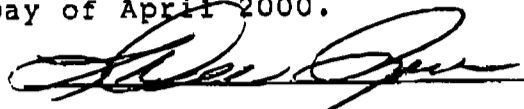
WITNESS my hand and official seal the day and year in this certificate first above written.

William J. Gilroy
Notary Public in and for the State
of Washington, residing at Seattle.

STOCKHOLDERS & DIRECTORS MEETING
UNIVERSITY TRANSFER CO., INC.

We, the undersigned, the directors and stockholders of the UNIVERSITY TRANSFER CO., INC. do hereby give our consent to the holding of this, the annual meeting of Stockholders and Directors of said company, the 12th of April, 2000, at 10:00 A.M. at 905 N 128TH St., SEATTLE, WASHINGTON, and we hereby certify that all majority of the stockholders of said company are now present.

Dated this 12th Day of April 2000.



Lunetta Rose

Vicenta J Rose

Pursuant to call and notice duly given and the above written consent, this the annual meeting of stockholders and directors of the University Transfer Co., Inc. was held on the 12th day of April 2000 at 10:00 A.M. at 905 N 128th St., Seattle, Washington.

Present: Lunetta A. Rose, L. Dee Rose, and Vicenta J. Rose being the majority stockholders and directors of the University Transfer Co., Inc.

Mr. L. Dee Rose acted as the chairman of the meeting and Mrs Vicenta Rose acted as the secretary.

The minutes of the last meeting were read and approved.

An announcement was made stating that Mr. Lester H. Rose is retiring as of July 2000 and that all stocks were turned over to Mr. L. Dee Rose by his father. Mr. L. Dee Rose asked if there were any new or unfinished business to be discussed. Mr Rose brought up the subject of upgrading our equipments. Mr L. Dee Rose had been to different trucking lots as well as calling to locate one that will satisfy our need. A general discussion was then held in regard to financial condition of the company.

The election of officers was then held.

Upon motion duly made, seconded and carried, L. Dee Rose was elected President; Lunetta A Rose re-elected Treasurer; Vicenta J. Rose re-elected Vice-President.

There being no further business to come before the meeting, upon motion duly made and seconded and carried the same was adjourned.

Attest:



Vicenta J Rose

S. F. No. 1421-8-45-45C/0798.

Article No. 102818



DOMESTIC

Department of State
Olympia
OFFICE OF THE
Secretary of State

I, BELLE REEVES, Secretary of State of the State of Washington, do hereby certify that

ARTICLES OF INCORPORATION
OF THE

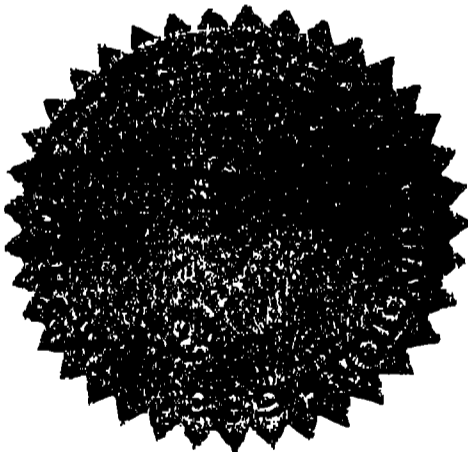
UNIVERSITY TRANSFER COMPANY

a Domestic Corporation, of Seattle, Washington, were, on the 16th day of April, A. D. 1946, at 10:12 o'clock A.M., filed for record in this office and now remain on file herein, being duly recorded in Book 351, at page 70-473, Domestic Corporations.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed hereto the Seal of the State of Washington.

Done at the Capitol, at Olympia, this 24th day of April, A. D. 1946.

BELLE REEVES,
Secretary of State.



By: *Jay Johnson*
Assistant Secretary of State.

SPECIAL MEETING OF STOCKHOLDERS

of

UNIVERSITY TRANSFER COMPANY

We, the undersigned, being all the stockholders of University Transfer Company, a Washington corporation, do hereby call a special meeting of the stockholders of said company to be held at 4054 East 45th, Seattle, Washington, on the 28th day of October, 1952 at 12:30 P.M. for the purpose of electing a new director of said company and for the transaction of such other business as may come before the meeting and we do hereby waive all requirements as to notice or publication of the time, place and purpose of this special meeting and do consent to the transaction thereof of any and all business pertaining to the affairs of said company.

L. H. Rose
Walter W. Bonert
Janetta A. Rose

Pursuant to call and the above consent, a special meeting of the stockholders of University Transfer Company, a Washington corporation was held at 4054 East 45th, Seattle, Washington at 12:30 P. . on the 28th day of October, 1952, all stockholders being present.

W. W. Bonert acted as President of the meeting and Mr. Bonert acted as Secretary.

The President stated that the purpose of the meeting was to elect a new director for said company for Mr. W. W. Bonert had sold all of his stock in said company and had resigned as director, and it was necessary to elect a director to take his place.

Janetta A. Rose was elected as director of said company.

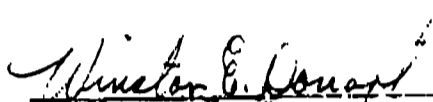
There being no further business to come before the meeting, upon motion duly made, seconded and carried the same was adjourned.

L. H. Rose President
 Attest: Walter W. Bonert Secretary

RESIGNATION OF DIRECTOR

I, the undersigned Director of the University Transfer Company, a Washington Corporation, having sold all my capital stock in said Company, do hereby resign as Director of said company.

Dated at Seattle, Washington this 17th day of October,
1952



Winston E. Dorset

SPECIAL MEETING OF DIRECTORS

AND STOCKHOLDERS OF

UNIVERSITY TRANSFER CO., INC.

We, the undersigned, in full view of the directors of University Transfer Company, a Michigan corporation, do hereby call a special meeting of the stockholders of said company to be held at 2400 North 4th Street, Seattle, Washington, on the 12th day of July, 1935 at 1:00 P. M. for the purpose of discussing important business transactions, and do hereby give all requirements as to notice of a meeting of this class and make of said notice.

Dated this 5th day of July, 1935.

J. H. Rose
Secretary

Pursuant to the above call and notice, a special meeting of the directors and stockholders of University Transfer Company, a Michigan corporation, was held at 2400 North 4th Street, Seattle, Washington, on the 12th day of July, 1935.

Present were: L. H. Rose, Lucretia A. Rose, Dorothy M. Anderson, Clarence Stewart, Walter T. Bond, Lester D. Bond, and William A. Stewart.

The undersigned, J. H. Rose, of the meeting, and Mrs. Anderson, its Secretary.

Mr. Rose presided at the meeting and minutes of the last meeting were read and approved.

Mr. Rose announced that a new group of stockholders called to this meeting and to the meeting of Mr. Stewart on July 11th. He also stated that each of these present except himself had shares in the division of the stock of said corporation. He also explained that this stock could not be sold or turned over to them until the Will had been probated and approved by the court.

A general discussion was held and it was decided that as long as Mr. Stewart and Mrs. Rose were the principal holders of the business no change would be made in the officers and they would continue the management of the business.

It was also decided that Dorothy M. Anderson should continue as Secretary until the next election of directors and officers.

There being no further business to come before the meeting, adjournment was taken, recessed and adjourned to the same time and place.

J. H. Rose
Chairman

Witness:

Lucretia A. Rose
Secretary

Seal:

STOCKHOLDERS & DIRECTORS

MEETING

UNIVERSITY TRANSFER COMPANY

We, the undersigned, the directors and stockholders of the University Transfer Company, do hereby give our consent to the holding of this, the special meeting of Stockholders and Directors of said company, the 15th day of April, 1964, at 1:00 P. M. at 2100 North 45th, Seattle, Wa., and we hereby certify that all the stockholders of said company are now present:

Dated this 15th day of April, 1964.

Lester H. Rose
Lunetta A. Rose
Lester H. Rose

Pursuant to call and notice duly given and the above written consent, this special meeting of stockholders and the directors of the University Transfer Company was held on the 15th day of April, 1964 at 1:00 P. M. at 2100 North 45th, Seattle, Wa.

Present were: Lester H. Rose, Lunetta A. Rose, L. Dee Rose and Dorothy E. Anderson, being all the stockholders and directors of the University Transfer Company.

Mr. L. H. Rose acted as Chairman of the meeting and Mr. D. E. Anderson acted as Secretary.

The minutes of the last meeting were read and approved.

Mr. Rose asked if there was any new Business or unfinished Business to be discussed at this meeting. Mr. Rose then announced that due to estate expenses, the stock owned by W. W. Donart was sold. This stock was owned by L. Dee Rose and Lunetta A. Rose thus making L. D. Rose the only stockholder.

Mr. Rose also announced that election of officers had to be held at this time since none was held in October due to Mr. Donart's death in July and his Will was in probate until March.

The election of officers was then held. Upon motion duly made, seconded and carried L. H. Rose was duly elected President of said company, L. D. Rose as Secretary, Lunetta A. Rose as Treasurer and D. E. Anderson as Asst. Secretary of said company.

Mr. Rose made a motion that the election of officers be henceforth held on April 15th. He was stated in the original By-laws of this

April 15, 1964 Stockholders & Directors Meeting

company. The motion was seconded and carried making April 15th the election date of officers.

A short business discussion followed.

There being no further business to come before the meeting, an adjournment was made, and the meeting adjourned.

Robert H. Rose
Chairman

Attest:

Secretary

Seal: