

CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY) 07/13/2011

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT: If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must be endorsed. If SUBROGATION IS WAIVED, subject to

certificate holder in lieu of such endor		(-/		CONTAI NAME:	CT .			
**Marsh & McLennan Agency LLC				PHONE			FAX	
1031 W. 4th Avenue P: (907) 276-5617 Suite #400 F: (907) 276-6292				(A/C, No E-MAIL	Ext):		(A)C, No):	
Anchorage, AK 99501				ADDRE				
Attn: Nancy Hayes,				-	NAIC#			
100084-NH-Liab-1112			No	INSURE	20613			
Carlile Transportation Systems Inc				INSURE	· · · ·	mnity & Liability C		[38318
Asay Trucking						Insurance Compa	any	19437
1800 E. 1st Avenue Anchorage. AK 99501				INSURE	RD: N/A			N/A
Anonorago: An South				INSURE	RE:			
· · · · · · · · · · · · · · · · · · ·				INSURE	RF;			
			NUMBER:		001954569-03		REVISION NUMBER: 7	
THIS IS TO CERTIFY THAT THE POLICIES INDICATED. NOTWITHSTANDING ANY R CERTIFICATE MAY BE ISSUED OR MAY EXCLUSIONS AND CONDITIONS OF SUCH	PERT POLI	REME 'AIN, CIES.	NT. TERM OR CONDITION THE INSURANCE AFFORD LIMITS SHOWN MAY HAVE	OF AN'	CONTRACT THE POLICIE REDUCED BY	OR OTHER S DESCRIBE PAID CLAIMS	DOCUMENT WITH RESPECT TO AL	COMPLETED TOTAL
INSR LTR TYPE OF INSURANCE	INSR	SUBR	POLICY NUMBER		POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS	
A GENERAL LIABILITY			050GL00001		07/01/2011	07/02/2012	EACH OCCURRENCE \$	1,000.000
X COMMERCIAL GENERAL LIABILITY	į.						DAMAGE TO RENTED S	500,000
CLAIMS-MADE X OCCUR		1					MED EXP (Any one person) \$	5,000
X Washington Stop Gap Included							PERSONAL & ADV INJURY \$	1,000,000
		4				4	GENERAL AGGREGATE S	2,000.000
GEN'L AGGREGATE LIMIT APPLIES PER:		10					PRODUCTS - COMP/OP AGG S	2.000 000
X POLICY PRO- LOC		8					\$	2,0011100
A AUTOMOBILE LIABILITY	1	1	050TU00001		07/01/2011	07/01/2012	COMBINED SINGLE LIMIT	1,000,000
X ANY AUTO		and the same					(Ea accident) \$ BODILY INJURY (Per person) \$::00/07/00/
ALL OWNED SCHEDULED							BODILY INJURY (Per accident) 5	
X HIPER AUTOS X NON-OWNED							PROPERTY DAMAGE	
A HIRED AUTOS A AUTOS X Trailer Interc							(Per accident)	
9 Y			SISIGCE50022111		07/01/2011	07/01/2012	Trailer Interchange s	75,900
CCCUR	1				0770112011	0770312012	EACH OCCURRENCE \$	4,000,000
COMMONMAN							AGGREGATE 8	4,000.000
A WORKERS COMPENSATION	-		050WK00001		07/01/2011	07/01/2012	X WC STATU- OTH-	
AND EMPLOYERS' LIABILITY	*				0710172011	07/01/2012	X WC STATU OTH- TORY LIMITS ER	
ANY PROPRIETOR/PARTNER/EXECUTIVE N	NIA	1					E.L. EACH ACCIDENT \$	2 000,000
(Mandatory in NH) If yes, describe under						The second secon	E.L. DISEASE - EA EMPLOYEE \$	2,000.000
If yes, describe under DESCRIPTION OF OPERATIONS below	1	1					E.L. DISEASE - POLICY LIMIT . S	2.000.000
C Motor Truck Cargo			003879472		07/01/2011	07/01/2012	Motor Truck Cargo	1,000.00
Warehouse Legal Liability							Warehouse Legal	25,000.00
	<u> L:</u>			<u> </u>				
DESCRIPTION OF OPERATIONS / LOCATIONS / VEHIC		Attach		Schedule	, if more space i	s required)		· · · · · · · · · · · · · · · · · · ·
CERTIFICATE HOLDER				CANO	ELLATION			- Works
Evidence of Coverage				THE	EXPIRATIO	N DATE TH	DESCRIBED POLICIES BE CANC EREOF, NOTICE WILL BE CY PROVISIONS.	
					RIZED REPRESI h USA Inc.	ENTATIVE		
				1				

ADDITIONAL INFORMATION	SEA-001954569-03	DATE (MM/DD/YY) 07/13/2011
PRODUCER "Marsh & McLennan Agency LLC 1031 W. 4th Avenue P: (907) 276-5617 Suite #400 F: (907) 276-6292 Ancherage, AK 99501 Attn. Nancy Hayes, 100084-NH-Liab-1112	INSURERS AFFORDING COVERAGE	NAIC#
INSURED Carille Transportation Systems Inc Asay Trucking 1800 E, 1st Avenue Anchorage, AK, 99501	INSURER J:	

TEXT

This is evidence of evidence of insurance procured and developd under the Alaska Surplus Lines Law, AS 21.34. It is not covered by the Alaska Guaranty Association Act, AS 21.80. Coverage placed by following Surplus Lines Broker: Marsh & McLennan Agency LLC, License 82353. This coverage applies to carrier C only

CERTIFICATE HOLDER

Evidence of Coverage

AUTHORIZED REPRESENTATIVE of Marsh USA Inc.
Judy Chadwick

July Chalarole

File No. 21967-D

State of Alaska Department of Community and Economic Development Division of Banking, Securities and Corporations

CERTIFICATE OF AMENDMENT

Business Corporation

The undersigned, as Commissioner of Community and Economic Development of the State of Alaska, hereby certifies that Articles of Amendment to the Articles of Incorporation, duly signed and verified pursuant to the provisions of the Alaska Corporations Code, have been received in this office and have been found to conform to law.

ACCORDINGLY, the undersigned, as Commissioner of Community and Economic Development, and by virtue of the authority vested in me by law, hereby issues this Cartificate of Amendment to the Articles of Incorporation of

CARLILE TRANSPORTATION SERVICES, INC.

and attaches hereto the original copy of the Articles of Amendment changing the corporate name to

CARLILE TRANSPORTATION SYSTEMS, INC.

IN TESTIMONY WHEREOF, I execute this certificate and affix the Great Scal of the State of Alaska on

JUNE 7, 2001.

Osbork B. Sedwick

Deborah B. Sedwick Commissioner of Community and Economic Development

State of Alaska Department of Community and Economic Development Division of Banking, Securities and Corporations

CERTIFICATE OF AMENDMENT

Business Corporation

The undersigned, as Commissioner of Community and Economic Development of the State of Alaska, hereby certifies that Articles of Amendment to the Articles of Incorporation, duly signed and verified pursuant to the provisions of the Maska Corporations Code, have been received in this office and have been found to conform to have

MCCORDINGLY, the undersigned, as Commissioner of Community and beautonian Development, and by virtue of the authority vested in me by law, hereby issues this Certificate of Amendment to the Articles of Incorporation of

CARLILE ENTERPRISES, INC.

and attaches hereto the original copy of the Articles of Amendment changing the corporate name to

CARLILE TRANSPORTATION SERVICES, INC.

IN TESTIMONY WHEREOF, I execute this confidence and affix the Great Seal of the State of Alaska on MARCH 22, 2001

Deborch B. Sedurch

Deborah B. Sedwick Commissioner of Community and Economic Development

CORPORATE RESOLUTION OF CARLILE ENTERPRISES, INC.

The Board of Directors of Carlile Enterprises, Inc. met (telephonically) on June 29, 2000, at 9:30 a.m., pursuant to notice as provided in the bylaws to consider changing the corporate name.

On motion duly made and seconded it was resolved that the corporate name be changed to Carlile Transportation Systems, Inc. The President was instructed to work with corporate counsel, Roy Longacre, to effectuate the name change with the State of Alaska.

DATED: June 29, 2000

Karl Hoenack, Corporate Secretary

PART A

WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION 1300 S Evergreen Park Dr SW, PO Box 47250, Olympia, WA 98504-7250

Telephone (360) 664-1222 - Fax (360) 586-1181

AUG 0 8 2011

Intrastate Common Carrier Operating Authority

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APPLICANT CARLILE TR			ION CVC	TEN	AC INC			, ,	PHO	ONE#:	907-2	76-77	'97	·	
d/b/a:	KANSPC	KIAI	ION 515	IEIV	115 INC	·			FAX	(#: 907	7-278	-7301			
BUSINESS (street addre				I ST A	VENUE	=						·V	/		
(city, state, z ANCHORAC		9501													
PHYSICAL A	ADDRES	SS: (str	eet addr	ess,	if differe	ent)									
1						А									

UNIT_ID	CLASS	EMPTY_WEIGHT	HOME_TERMINAL
C1075	P-TRACTOR	-	TERMTAC
C1148	P-BOXTRUCK	10,710.00	TERMTAC
C1257	P-TRACTOR	15,329.00	TERMTAC
C1258	P-TRACTOR	15,329.00	TERMTAC
C1259	P-TRACTOR	15,329.00	TERMTAC
C1260	P-TRACTOR	15,334.00	TERMTAC
C1264	P-TRACTOR	27,700.00	TERMTAC
C1285	P-TRACTOR	19,644.00	TERMTAC
C1286	P-TRACTOR	19,494.00	TERMTAC
C1287	P-TRACTOR	13,940.00	TERMTAC
C1294	P-TRACTOR	21,773.00	TERMTAC
C1296	P-TRACTOR	20,203.00	TERMTAC
C1314	P-BOXTRUCK	10,810.00	TERMTAC
C1340	P-TRACTOR	16,463.00	TERMTAC
C1367	P-TRACTOR	15,822.00	TERMTAC
C1368	P-TRACTOR	15,798.00	TERMTAC
C1449	P-TRACTOR	18,297.00	TERMTAC
C1450	P-TRACTOR	18,292.00	TERMTAC
C1495	P-TRACTOR	-	TERMTAC
C1710	P-TRACTOR	22,469.00	TERMTAC
C1711	P-TRACTOR	22,474.00	TERMTAC
C1730	P-BOXTRUCK	17,532.00	TERMTAC
C2015	P-TRACTOR	60,000.00	TERMTAC
C2024	P-TRACTOR	-	TERMTAC
C2025	P-TRACTOR	-	TERMTAC
C2026	P-TRACTOR	-	TERMTAC
C2027	P-TRACTOR	-	TERMTAC
C2033	P-TRACTOR	-	TERMTAC
C2035	P-TRACTOR	-	TERMTAC
C2037	P-TRACTOR	-	TERMTAC
C2047	P-TRACTOR	17,630.00	TERMTAC
C2058	P-TRACTOR	20,240.00	TERMTAC
C2063	P-TRACTOR	20,380.00	TERMTAC
C902	P-TRACTOR	14,890.00	TERMTAC
C903	P-TRACTOR	14,990.00	TERMTAC
C904	P-TRACTOR	15,000.00	TERMTAC
C906	P-TRACTOR	15,660.00	TERMTAC
MP1518	P-TRACTOR	17,152.00	TERMTAC
MP1519	P-TRACTOR	22,000.00	TERMTAC

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		TYPE OF BUSINE			**				
☐ INDIVIDUA	** ************************************	RSHIP 🗵 CORPO	PRATION (LP, LLP, LI DF INCORPORATIO	_C)	AB	*			
NAME	TITLE	ADDRI	ESS	STOCK DI PERCENT					
W. Harry McDor	nald CEO	1800 East 1 st A	Ave Anchorage AK 9		AOL OI	OHARL			
John C. McDona	ald VP Admin	Same as abov	e	42.6%					
Linda A. Leary	President	Same as above	е	8.4%					
Karl G. Hoenack		<u> </u>		5.1%					
Tromith	5=c-	TRANSFER OF P	ERMIT NUMBER	Pa(1.1	Pens	who the			
holder ar transfer o	nd permit number to of the permit numb	ansferring an existing p to be transferred. The ter. NTERPRISES	current permit holde		w to auth				
Stonature of cu	JAJAJJ urrent permit holde		<u></u>	8.3-//	ate				
	INSU	RANCE REQUIRE		ck one)					
☐ You will not h hazardous mate quantity. You wi operate vehicles GVWR of less the pounds. You mus \$300,000 in Publand Property Dallinsurance. You need to complet	rials in any haza any of swith a operation of the properties of th	ou will not haul rdous materials in quantity. You will atte vehicles with a //R of 10,000 pounds ore. You must obtain 1,000 in Public Liability Property Damage rance. You must obtet Part B.	☐ You will haul hazardous materia requiring \$1 millior Public Liability and Property Damage Insurance. You mucomplete Part C, S 1 and 2.	hazar requir Public Prope Insura Sections	You will haul hazardous materials requiring \$5 million in Public Liability and Property Damage Insurance. You must complete Part C, Sections 1 and 2.				
	MOTOR VI	EHICLE LIST (Attac	h additional pages	to the state of th					
UNIT#	LICENSE#	STATE		VIN#					
			See attached	Vehicle List					
									
				<u>.</u>					

	jna'	

I, as applicant, understand that the filing of this application does not in itself constitute authority to operate and that no operations may be conducted until a permit is received from the Commission. I hereby declare and affirm that the information contained in this application is true to the best of my knowledge and belief.

Signature(s)

8.3-11

Date

PART B

SAFETY FITNESS SURVEY FOR ALL APPLICANTS THAT OPERATE A VEHICLE OVER 10,000 GVWR

Companies applying to transport any commodity must complete this survey.

Instructions: In each category shown below, list the person and/or position responsible for understanding, maintaining, and complying with current Federal Motor Carrier Safety Administration (FMCSA) regulations in the Code of Federal Regulations at 49 CFR. The requirement to comply with current FMCSR is mandated by the Washington State Patrol (WSP) in its rules, Washington Administrative Code (WAC) 446-65.

Copies of the FMCSR's are available from several vendors. These include, but are not limited to:

- Washington Trucking Association, 930 S. 336th St., Suite B, Federal Way, WA 98003, www.wtatrucking.com, (800) 732-9019 or (253) 838-1650.
- J. J. Keller & Associates, Inc., 3003 W. Breezewood Lane, Neenah, WI 54957, www.jjkeller.com, (877) 564-2333.
- Willamette Traffic Bureau, 16303 NE Cameron Blvd, Portland, OR 97230-5030, www.wtbtraffic.com, (503) 236-1183.
- US Government Printing Office, 732 N. Capital Street, NW, Washington, DC 20401, www.gpo.gov, (866) 512-1800.

											ın						

	LISA MARQUISS	COPORATE DIRECTOR OF SAFETY AND COMPLIANCE
Name:		Position:

Any driver who operates a vehicle that meets the definition of a commercial motor vehicle as described below must have a valid CDL. The definition of a commercial motor vehicle is a vehicle that:

- has a gross combined weight rating of 26,001 pounds that includes a towed unit with a gross vehicle weight rating of more than 10,000 pounds; or
- has a gross vehicle weight rating of 26,001 pounds or more; or
- is designed to transport 16 or more passengers, including the driver; or
- is of any size and is used to transport hazardous materials of an amount that requires placarding under hazardous materials regulations.

Any person who drives a commercial motor vehicle requiring a CDL must participate in a controlled substance and alcohol testing program as required by FMCSA in 49 CFR Part 382 and 49 CFR Part 40, and by the WSP in WAC 446-65-010.

Commercial Drivers License (CDL) Requirements LISA MARQUISS COPORATE DIRECTOR OF SAFETY AND COMPLIANCE Name: ______ Position: ______

Any driver who operates a vehicle that meets the definition of a commercial motor vehicle as described below must have a valid CDL, as required by the Washington State Department of Licensing. The definition of a commercial motor vehicle is a vehicle that:

- has a gross combined weight rating of 26,001 pounds that includes a towed unit with a gross vehicle weight rating of more than 10,000 pounds; or
- has a gross vehicle weight rating of 26,001 pounds or more; or
- is designed to transport 16 or more passengers, including the driver; or

 is of any size and is used to transport hazardous materials of an amount that requires placarding under hazardous materials regulations.
Driver Qualification Requirements
LISA MARQUISS COPORATE DIRECTOR OF SAFETY AND COMPLIANCE Name: Position:
Each company must maintain a complete Driver Qualification File for each employee authorized to drive motovehicles as required by FMCSR Part 391.51 and by the WSP in WAC 446-65-010. Owner/operators that work exclusively in intrastate commerce within Washington have limited exemptions. Owners/operators that conductany interstate operations must maintain a complete file on themselves and any other driver that they may use
Drivers Hours of Service
LISA MARQUISS COPORATE DIRECTOR OF SAFETY AND COMPLIANCE Name: ————————————————————————————————————
Each company must maintain true and accurate hours of service records for each individual that drives a mot vehicle as required by the FMCSA in 49 CFR, Part 395.1(e) and by the WSP in WAC 446-65-010.
Vehicle Inspection, Repair, and Maintenance
LISA MARQUISS COPORATE DIRECTOR OF SAFETY AND COMPLIANCE Name: Position:
Each company must prepare a written "Driver Vehicle Inspection Report" on each vehicle used each day as required by the FMCSA in 49 CFR, Part 396.11 and by the WSP in WAC 446-65-010. In addition, each company must maintain certain required records for each vehicle that includes the following, as required by the FMCSA in 49 CFR, Part 396.3 and by the WSP in WAC 446-65-010: • Identification of the vehicle.
 The nature and due date of various inspection and maintenance operations to be performed. A record of inspections, repairs and maintenance indicating their date and nature.
All companies must conduct periodic inspections as required by the FMCSA in 49 CFR, Part 396.17 and by the WSP in WAC 446-65-010.
Signature
My signature below certifies that I understand my responsibility as a motor carrier and I will comply with all the safety requirements which apply to my operations.
Doa Margues 8:311
Signature of applicant Date

PART C - SECTION 1

SAFETY FITNESS SURVEY FOR HAZARDOUS MATERIALS APPLICANTS

Companies applying to transport hazardous materials must complete this survey.

1.	Name the person or position responsible for maintaining and understanding current hazardous material regulations. LISA MARQUISS COPORATE DIRECTOR OF SAFETY AND COMPLIANCE
2.	Are drivers provided with a current copy of Emergency Response Information as required by Title 49 CFR, Part 172.600? Yes No
3.	Are drivers trained in the use of Emergency Response Information? ☒ Yes ☐ No
4.	Is the Emergency Response Information carried in the vehicle? ☒ Yes ☐ No
5.	Name the person or position responsible for providing training to all employees handling hazardous materials as required by Title 49 CFR, Part 177.800 and 177.816. LISA MARQUISS COPORATE DIRECTOR OF SAFETY AND COMPLIANCE
6.	Are you familiar with accident reporting requirements in Title 49 CFR, Part 177, Subpart D? ⊠Yes ☐ No
7.	Who is responsible for completing hazardous materials shipping papers? SHIPPER AS PER (172.200(a))
8.	Where are hazardous material shipping papers located during transportation? IN THE VEHICLE WITH THE DRIVER AS PER (177.817(e))
9.	If you transport Radioactive Materials, name person or position that will be familiar with and provide training to employees for all transportation under CFR, Part 173, Subpart I - Radioactive Materials. LISA MARQUISS COPORATE DIRECTOR OF SAFETY AND COMPLIANCE
10	Please attach a copy of your US Pipeline and Hazardous Materials Safety Administration (PHMSA) permit.
	Signature y signature below certifies that I understand my responsibility as a transporter of hazardous aterials and I will comply with all the safety requirements which apply to my operations.
<u>(</u>	Don Marquer 8-3.11
Sig	gnature of applicant Date

PART C - SECTION 2

HAZARDOUS MATERIALS QUESTIONNAIRE

Companies applying to transport hazardous materials must complete the following questions. Please indicate if you plan to transport: • Petroleum or petroleum products in bulk in tank-type vehicles • Radioactive substances ⊠Yes [Explosives ⊠Yes 「 Corrosives ∃No As part of transporting any of these four materials, do you or your company intend to build, or have someone else build, install or otherwise create a new structure, or a new addition to an ☐ Yes ☒No existing structure? • If yes, does the proposed construction require a building permit by a city, county or other governmental agency? Yes No If yes, please explain what you intend to build: In granting an application for hazardous materials transportation, the commission is required to consider possible impacts such transportation may have on the environment. Please answer the following questions related to possible environmental impacts: a. Do you understand you are required to comply with Washington State Patrol safety standards for hazardous materials transportation, as defined in WAC 446-65-010? b. Do you understand that you are required to comply with Washington State Patrol noise emission standards for commercial motor vehicles, as defined in WAC 446-65-010? c. Do you understand that in the case of a hazardous materials spill, you must immediately contact the local emergency services agency, such as the 911 operator? If your answer to a, b, or c is no, please explain:

RECEIVED

JUL 0'5 2011

Underlying Limit :0.00

Form E WASH. UT. & TP. COMM MOTOR CARRIER BODILY INJURY AND PROPERTY DAMAGE LIABILITY CERTIFICATION OF INSURANCE

NIR

Filed with Washington Utilities & Transportation	Commi	ssion				(herein afte	r called Agency)	1.00
(Name of Agency)								651
								•
This is to certify that the SPARTA Insurance Compar	ıy							
(Name of Company)								
(herein after called Company) of City Place II 185 Asylum St., (Home Address of Compa	Hartfor	d ,C1 ,061	03					
(Home Address of Compa	ny)							
			·					
CARLILE TRANSPORTATION has issued to SYSTEMS, INC.	1800	F 1ST AV	ENUE AN	CHORA	AGE A	K 9950	1	
(Name of Motor Carrier)	1000		ress of Motor		102 ,/1		·	
07/01/2011								
A policy or policies of insurance effective from 07/01/2011							stated in said	
policy or policies and continuing until cancelled as provided herein,	which by	attachment	of the Unitorn	n Motor C	arrier Bo	ally injury	and Property	
Damage Liability Insurance Endorsement, has or have been amen- covering the obligations imposed upon such motor carrier by the pr	ded to pro	vide automot f the motor ca	olle bodily inju arrier law of ti	ıry and pr ne State i	operty aa n which t	image iiad he Agenc\	ility insurance has jurisdiction	or
regulations promulgated in accordance therewith.	011010110 0		211101 1411 01 11	10 01010				•
Whenever requested, the Company agrees to furnish the Age	onev a du	dicato origina	l of eaid polic	v or polic	iee and s	ll andorse	ments thereon	
This certificate and the endorsement described herein may n								
cancellation may be effective by the Company or the insured giving								e to
commence to run from the date notice is actually received in the of	fice of the	Agency.	in winning to		, igolioy,	000// 11/// 1	(00) 44) 5 11011	
City Place II 185 Asylum St		0 ,						
9th Floor				0011				
Countersigned at <u>Hartford</u>	CT	06103	This	<u> 29th</u>	day of		2011	
(Address)				(Day)		(Month)	(Year)	
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Insurance Company File No. 050TU00001			Diane P	arlante	4) uil	e all	uv
(Policy No)	-				ompany	Represen	tative)	
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Liability Limit :1,000,000.00