

METTE, EVANS & WOODSIDE

A PROFESSIONAL CORPORATION

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December 30, 1996

RECEIVED

A-113647 JAN 03 1997

101.6

Re: Application of Geo. W. Weaver & Son, Inc. (a new corporation)

Secretary
Pennsylvania Public Utility Commission
North Office Building
Harrisburg, PA 17120

Dear Sir:

We file herewith on behalf of Geo. W. Weaver & Son, Inc., the Applicant, the original and two (2) copies of its Application seeking approval of its merger into Flynn Enterprises, Inc. as the surviving corporation whose name thereafter will be changed to Geo. W. Weaver & Son, Inc., to the extent such approval may be required by law. You will also find enclosed the company's check in the amount of \$350.00 to pay the filing fee.

Very truly yours,

DOCUMENT
FOLDER

Lloyd R. Persun

LRP:hmc
Enclosures
HAND DELIVERED

DOCUMENT
FOLDER

BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION

In Re: Application of Geo. W.
Weaver & Son, Inc. for approval of
its merger into Flynn Enterprises,
Inc. as the surviving corporation
whose name thereafter will be
changed to Geo. W. Weaver & Son,
Inc., to the extent such approval may
be required by law. A-60069167

Application Docket No. **A-113647**

863560

TO: THE PENNSYLVANIA PUBLIC UTILITY COMMISSION

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PA.P.U.C.
PROTHONOTARY'S OFFICE

1. The name and address of Applicant are:

Geo. W. Weaver & Son, Inc. (*a new corp.*)
165 Lamont Street
New Cumberland, PA 17070

2. The names and address of Applicant's attorneys are:

Lloyd R. Persun, Esquire
Mette, Evans & Woodside
3401 North Front Street
P.O. Box 5950
Harrisburg, PA 17110-0950

DOCUMENT
FOLDER

DOCKETED JAN 03 1997
APPLICATION DOCKET

JAN 09 1997

ENTRY No. *gt*

3. Applicant is a corporation organized and existing under laws of
the Commonwealth of Pennsylvania. Applicant was incorporated under the Act of
April 29, 1874, P.L. 73. Your Commission approved Applicant's incorporation,

organization and creation by Certificate of Public Convenience issued to Applicant on March 24, 1947, a true and correct copy of which is attached hereto as Exhibit "A" and made a part hereof. Pursuant to such Certificate of Public Convenience and various folders and amendments thereunder, Applicant transports as a common carrier household goods in use in Pennsylvania.

4. Applicant is controlled by Flynn Enterprises, Inc., a Pennsylvania corporation whose registered office is 2041 Herr Street, Harrisburg, Pennsylvania 17101 (Enterprises). Enterprises owns all issued and outstanding capital stock of Applicant. Its authorized capital consists of 250 shares of common capital stock with a par value of \$100.00 per share. Applicant owns no capital stock of any other corporation.

5. Enterprises also owns all issued and outstanding capital stock of Weaver Warehouses, Inc. (Warehouses), which is a Pennsylvania corporation, and all issued and outstanding shares of capital stock of Harrisburg Transfer Company, also a Pennsylvania corporation (Transfer). Warehouses owns and operates a warehouse at 165 Lamont Street, Fairview Township, York County, Pennsylvania. Transfer is engaged in the transportation of property in interstate commerce. Neither Warehouses nor Transfer possesses any operating authority from your Commission. Their operations are not subject to your Commission's jurisdiction. Enterprises possesses no operating authority or Certificate of Public

Convenience from any regulatory commission authorizing it to engage in any public utility operations. Enterprises and Warehouses are not public utilities.

6. Attached hereto as Exhibit "B" and made a part hereof are the balance sheets of Applicant, Enterprises, Weaver and Transfer as of December 31, 1995. Attached hereto as Exhibit "C" and made a part hereof are statements of profit and loss for Applicant, Enterprises, Weaver and Transfer for the 12 months ended December 31, 1995. Applicant, Weaver and Transfer continue to operate profitably.

7. Applicant, Enterprises, Weaver and Transfer have entered into an agreement and plan of merger. Exhibit "D" attached hereto and made a part hereof contains a true and correct copy of the Articles of Merger and the Agreement and Plan of Merger. Under the merger, Applicant, Weaver and Transfer will be merged into Enterprises as the surviving corporation. Enterprises' corporate name thereafter will be changed to Geo. W. Weaver & Son, Inc. The effective date of the merger is 11:59 p.m. E.S.T. December 31, 1996.

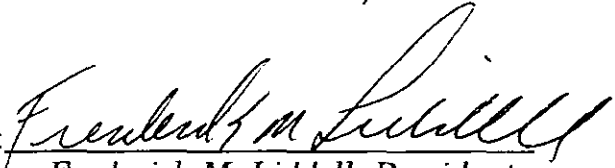
8. Exhibit "E" attached hereto and made a part hereof contains copies of the Consents of the Board of Directors and Stockholders of Applicant, Enterprises, Weaver and Transfer approving the merger. After the merger,

Enterprises will be the surviving corporation. Its name will be changed to Geo. W. Weaver & Son, Inc.

9. The merger will not have any effect on service to the public. The public will continue to receive the same service from the same facilities and employees as it now receives. The merger will simplify the accounting, bookkeeping and tax reporting functions of the companies, thereby saving time and money.

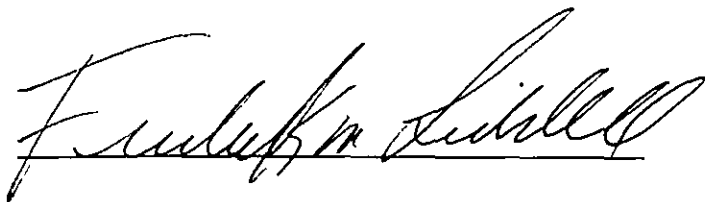
WHEREFORE, Applicant prays that your Commission enter its Order approving the merger as herein proposed or in the first alternative finding no jurisdiction over the proposed merger or in the second alternative finding no necessity for the exercise of any jurisdiction over the proposed merger.

GEO. W. WEAVER & SON, INC.

By: 
Frederick M. Liddell, President

COMMONWEALTH OF PENNSYLVANIA :
: SS:
COUNTY OF DAUPHIN :

On this, the 30th day of December, 1996, before me, a notary public in and for said Commonwealth and County, personally appeared Frederick M. Liddell, who, being duly sworn according to law, deposes and says that he is President of Geo. W. Weaver & Son, Inc.; that he is authorized to make this affidavit on its behalf and that the facts set forth in the foregoing Application are true and correct to the best of his knowledge, information and belief; and that he expects the said corporation to be able to prove the said facts at hearing, if necessary.

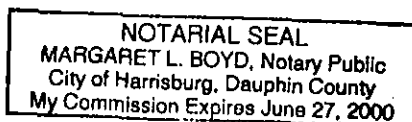


SWORN TO AND SUBSCRIBED
before me this 30th day
of December, 1996.


Notary Public

My Commission Expires:

(SEAL)



UCSO-35

PREPARED BY CLW
STEROS. 414P
VPM CHECK CLW
RECORD CHECK
EXAMINED AND APPROVED

PENNSYLVANIA
A.03107, Folder 1 PUBLIC UTILITY COMMISSION

IN THE MATTER OF THE APPLICATION OF

the corporators of
GEO. W. WEAVER & SON, INC., under Section
2.1 (a), Article II, of the Public Utility
Law, for approval of its incorporation,
organization and creation.

CERTIFICATE
OF
PUBLIC CONVENIENCE

The Pennsylvania Public Utility Commission hereby certifies that after an investigation and/or hearing had on the above entitled application, it has, by its report and order made and entered, a copy of which is attached hereto and made a part hereof, found and determined that the granting of said application is necessary or proper for the service, accommodation, convenience and safety of the public, and this certificate is issued evidencing its approval of the said application as set forth in said report and order.

In Testimony Whereof, The PENNSYLVANIA PUBLIC UTILITY COMMISSION has caused these presents to be signed and sealed, and duly attested by its Secretary at its office in the city of Harrisburg this 24th day of March, 19 47.

PENNSYLVANIA
PUBLIC UTILITY COMMISSION

Attest:

John L. Lippincott
Chairman

Robertson C. Cameron
Secretary

EXHIBIT "A"

R

PENNSYLVANIA
PUBLIC UTILITY COMMISSION

Application Docket No. 69107, P.1

Application of GEO. W. WEAVER & SON, INC., for
approval of its incorporation, organization and
creation

REPORT AND ORDER

BY THE COMMISSION:

This matter being before the Pennsylvania Public Utility Commission upon petition of the corporators of GEO. W. WEAVER & SON, INC., dated February 13, 1947, for approval of the incorporation, organization and creation of said company, for the purpose of the transportation of property by means of motor vehicles as a common carrier between such points and places in the Commonwealth of Pennsylvania and by such route or routes as shall hereafter be approved by the Pennsylvania Public Utility Commission, as evidenced by Certificate of Public Convenience, and elsewhere outside said Commonwealth of Pennsylvania, upon the approval where required of any State or Federal regulatory body having jurisdiction and business incidental and necessary to rendering service as a common carrier such as owning, leasing and operating terminals, warehouses, platforms and garages, as more fully and at large set forth in the application for Letters Patent filed in the office of the Secretary of the Commonwealth, a copy of which was duly certified to this Commission under date of October 20, 1946, and having been duly presented in accordance with the rules of the Commission, and full investigation of the matters and things involved having been had, the Commission finds and determines that approval of the said petition is necessary or proper for the service, accommodation, convenience or safety of the public, and that a certificate of public convenience issue evidencing the Commission's approval thereof;

NOW, to wit, March 24, 1947, IT IS ORDERED: That a certificate of public convenience issue evidencing the Commission's approval of the incorporation, organization and creation of said GEO. W. WEAVER & SON, INC., as above determined.

PENNSYLVANIA
PUBLIC UTILITY COMMISSION

John Lippincott
Chairman

ATTENT:

Robertson C. Cameron

Secretary

R

FLYNN ENTERPRISES, INC.**SUPPLEMENTAL SCHEDULE TO CONSOLIDATED BALANCE SHEETS****December 31, 1995****ASSETS**

	GEO. W. WEAVER & SONS, INC.	WEAVER WAREHOUSE, INC.
CURRENT ASSETS		
Cash in bank and on hand	\$26,614	\$76,160
Investments	11,763	
Accounts receivable-trade	148,527	400,205
Accounts receivable-employees	1,925	
Note receivable		24,594
Loans receivable-affiliated companies	884,941	192,319
Inventory	10,166	
Prepaid expenses	44,058	20,343
Total Current Assets	<u>1,127,994</u>	<u>713,621</u>
PROPERTY AND EQUIPMENT		
Land		300,000
Building		1,579,270
Revenue equipment	721,625	93,807
Leased property under capital lease		100,297
Service cars and equipment	69,455	
Furniture and office equipment	51,082	14,571
Total	<u>842,162</u>	<u>2,087,945</u>
Less accumulated depreciation	<u>(715,021)</u>	<u>(371,032)</u>
Net Property and Equipment	<u>127,141</u>	<u>1,716,913</u>
OTHER ASSETS		
Note receivable		76,202
Deferred corporate income taxes	(6,319)	36,944
Franchises	750	
Loan acquisition costs	1,190	
Investment		
Total Other Assets	<u>(4,379)</u>	<u>113,146</u>
Total Assets	<u>1,250,756</u>	<u>2,543,680</u>

EXHIBIT "B"

HARRISBURG TRANSFER COMPANY, INC.	FLYNN ENTERPRISES, INC.	ELIMINATING ENTRIES	CONSOLIDATED
\$17,099	\$	\$	\$119,873
			11,763
1,767			550,499
			1,925
			24,594
76,411		(1,153,671)	0
			10,166
792	0		65,193
<u>96,069</u>	<u>0</u>	<u>(1,153,671)</u>	<u>784,013</u>
			300,000
			1,579,270
44,200			859,632
			100,297
			69,455
0			65,653
<u>44,200</u>	<u>0</u>	<u>0</u>	<u>2,974,307</u>
<u>(19,661)</u>			<u>(1,105,714)</u>
<u>24,539</u>	<u>0</u>	<u>0</u>	<u>1,868,593</u>
			76,202
501			31,126
150			900
			1,190
	515,300	(515,300)	0
<u>651</u>	<u>515,300</u>	<u>(515,300)</u>	<u>109,418</u>
<u>121,259</u>	<u>515,300</u>	<u>(1,668,971)</u>	<u>2,762,024</u>

FLYNN ENTERPRISES, INC.
SUPPLEMENTAL SCHEDULE TO CONSOLIDATED BALANCE SHEETS
December 31, 1995

LIABILITIES AND STOCKHOLDER'S EQUITY

	GEO. W. WEAVER & SONS, INC.	WEAVER WAREHOUSE, INC.
CURRENT LIABILITIES		
Accounts payable-trade	\$74,474	\$243,603
Loans payable-affiliated companies		
Notes payable-current portion	95,557	69,189
Accrued corporate taxes	33,716	37,839
Accrued pension	6,846	
Accrued payroll and payroll taxes	37,165	28,636
Deposits received	458	1,520
Total Current Liabilities	248,216	380,787
LONG-TERM LIABILITIES		
Notes payable-long-term portion	229,521	1,150,509
Accounts payable-officer	32,409	
Deferred corporate income taxes		0
Total Long-term Liabilities	261,930	1,150,509
Total Liabilities	510,146	1,531,296
STOCKHOLDERS' EQUITY		
Common stock	20,100	1,050
Additional paid in capital	642	5,594
Retained earnings	719,868	1,005,740
Treasury stock		
Total Stockholders' Equity	740,610	1,012,384
Total Liabilities and Stockholders' Equity	1,250,756	2,543,680

HARRISBURG TRANSFER COMPANY, INC.	FLYNN ENTERPRISES, INC.	ELIMINATING ENTRIES	CONSOLIDATED
\$1,195	\$	\$	\$319,272
	1,153,671	(1,153,671)	0
3,152	234		164,746
			74,941
			6,846
			65,801
			1,978
<u>4,347</u>	<u>1,153,905</u>	<u>(1,153,671)</u>	<u>633,584</u>
			1,380,030
			32,409
	1,351		1,351
<u>0</u>	<u>1,351</u>	<u>0</u>	<u>1,413,790</u>
<u>4,347</u>	<u>1,155,256</u>	<u>(1,153,671)</u>	<u>2,047,374</u>
5,000	5,300	(26,150)	5,300
		(6,236)	0
111,912	(210,256)	(482,914)	1,144,350
	(435,000)		(435,000)
<u>116,912</u>	<u>(639,956)</u>	<u>(515,300)</u>	<u>714,650</u>
<u>121,259</u>	<u>515,300</u>	<u>(1,668,971)</u>	<u>2,762,024</u>

FLYNN ENTERPRISES, INC.
SUPPLEMENTAL SCHEDULE TO CONSOLIDATED STATEMENTS
OF INCOME AND RETAINED EARNINGS
For the Year Ended December 31, 1995

	GEO. W. WEAVER & SONS, INC.	WEAVER WAREHOUSE, INC.
Revenue	\$ 2,030,651	\$ 2,358,798
Operating Expenses	<u>1,319,777</u>	<u>1,569,081</u>
Gross Profit	710,874	789,717
General & Administrative Expenses	<u>628,335</u>	<u>710,072</u>
Income from Operations	82,539	79,645
Other Income	<u>(857)</u>	<u>(4,442)</u>
Net Income Before Provision for Corporate Taxes	81,682	75,203
Provision for Corporate Taxes	<u>35,396</u>	<u>29,396</u>
Net Income	46,286	45,807
Retained earnings – beginning of year	<u>673,582</u>	<u>959,933</u>
Retained earnings – end of year	<u><u>719,868</u></u>	<u><u>1,005,740</u></u>

EXHIBIT "C"

HARRISBURG TRANSFER COMPANY, INC.	FLYNN ENTERPRISES, INC.	ELIMINATING ENTRIES	CONSOLIDATED
\$ 256,463	\$	(52,300)	\$ 4,593,612
<u>193,174</u>	<u></u>	<u>(52,300)</u>	<u>3,029,732</u>
63,289	0	0	1,563,880
<u>55,036</u>	<u></u>	<u></u>	<u>1,393,443</u>
8,253	0	0	170,437
<u>0</u>	<u></u>	<u></u>	<u>(5,299)</u>
8,253	0	0	165,138
<u>3,085</u>	<u>232</u>	<u></u>	<u>68,109</u>
5,168	(232)	0	97,029
<u>106,744</u>	<u>(210,024)</u>	<u>(482,914)</u>	<u>1,047,321</u>
<u>111,912</u>	<u>(210,256)</u>	<u>(482,914)</u>	<u>1,144,350</u>

FLYNN ENTERPRISES, INC.
SUPPLEMENTAL SCHEDULE TO CONSOLIDATED STATEMENTS
OF INCOME AND RETAINED EARNINGS
For the Year Ended December 31, 1995

	GEO. W. WEAVER & SONS, INC.	WEAVER WAREHOUSE, INC.
REVENUE		
Booking commissions	\$ 108,624	\$
Moving revenue- local	951,554	
Moving revenue-intrastate	170,895	
Moving revenue-Interstate	370,869	
Moving revenue-electronics		
Cellular site work		1,748,162
Freight	179,678	
Packing and unpacking	247,913	
Storage revenue		516,853
Merchandise handling revenue		51,763
Household goods labor		39,941
Other operating revenue	1,118	2,079
Total Revenue	<u>2,030,651</u>	<u>2,358,798</u>
OTHER INCOME		
Interest income	51	15,270
Unrealized gain on investments	983	
Loss on sale of Investments	(5,540)	
Gain (loss) on sale of property and equipment	3,649	(19,712)
Total Other Income	<u>(857)</u>	<u>(4,442)</u>

HARRISBURG
TRANSFER
COMPANY, INC.

FLYNN
ENTERPRISES,
INC.

ELIMINATING
ENTRIES

CONSOLIDATED

\$	\$	\$	\$
			108,624
			951,554
			170,895
			370,869
79,407			79,407
			1,748,162
177,056			356,734
			247,913
		(52,300)	464,553
			51,763
			39,941
			3,197
<u>256,463</u>	<u>0</u>	<u>(52,300)</u>	<u>4,593,612</u>

			15,321
			983
			(5,540)
			(16,063)
<u>0</u>	<u>0</u>	<u>0</u>	<u>(5,299)</u>

FLYNN ENTERPRISES, INC.
SUPPLEMENTAL SCHEDULE TO CONSOLIDATED STATEMENTS
OF INCOME AND RETAINED EARNINGS
For the Year Ended December 31, 1995

	GEO. W. WEAVER & SONS, INC.	WEAVER WAREHOUSE, INC.
Operating Expenses		
Agent fees	\$ 1,092	\$
Building repairs		10,238
Claims	21,250	7,072
Depreciation	52,877	83,682
Drivers' travel expense	38,115	0
Equipment rental	4,093	4,081
Freight	223	1,307
Gas and fuel	52,139	1,844
Insurance-group	52,523	5,112
Insurance-liability	86,122	4,388
Insurance-workmens' compensation	106,848	21,157
Miscellaneous expenses	518	635
Cellular site work expense		1,185,549
Outside labor	16,966	
Packing supplies	80,368	2,119
Pension		4,142
Rent	47,100	58,200
Supplies-warehouse	6,558	470
Taxes-other	14,981	588
Taxes-payroll	61,079	13,337
Taxes-real estate		19,516
Tires and tubes	15,580	
Utilities		15,232
Vehicle licenses & registration	8,820	
Vehicle and equipment repairs	77,301	4,587
Wages	575,224	125,825
Total Operating Expenses	<u>1,319,777</u>	<u>1,569,081</u>

HARRISBURG TRANSFER COMPANY, INC.	FLYNN ENTERPRISES, INC.	ELIMINATING ENTRIES	CONSOLIDATED
\$	\$	\$	\$ 1,092
			10,238
315			28,637
16,359			152,918
			38,115
5,073			13,247
			1,530
11,992			65,975
			57,635
			90,510
			128,005
1,781			2,934
			1,185,549
150,674			167,640
			82,487
			4,142
5,200		(52,300)	58,200
			7,028
			15,569
			74,416
			19,516
			15,580
			15,232
1,105			9,925
675			82,563
			701,049
<u>193,174</u>	<u>0</u>	<u>(52,300)</u>	<u>3,029,732</u>

FLYNN ENTERPRISES, INC.
SUPPLEMENTAL SCHEDULE TO CONSOLIDATED STATEMENTS
OF INCOME AND RETAINED EARNINGS
For the Year Ended December 31, 1995

	GEO. W. WEAVER & SONS, INC.	WEAVER WAREHOUSE, INC.
General & Administrative Expenses		
Advertising	\$ 15,943	\$ 14,342
Bad debts	7,470	12,193
Charitable contributions	2,162	
Conventions and meetings	29,619	
Deferred compensation	(373)	33
Depreciation	5,870	
Dues and subscriptions	940	160
Employee health insurance	22,165	8,898
Insurance—workmen's compensation	1,094	1,029
Interest expense	34,973	75,443
Maintenance	9,711	
Office supplies	17,186	5,980
Outside labor		
Payroll taxes	22,365	20,730
Pension and retirement expense	6,281	3,793
Postage	1,962	3,311
Professional services	18,098	10,360
Telephone and communications	19,669	7,905
Travel and entertainment	13,306	4,192
Utilities	0	15,232
Wages	399,894	526,471
Total General & Administrative Expenses	628,335	710,072

HARRISBURG TRANSFER COMPANY, INC.	FLYNN ENTERPRISES, INC.	ELIMINATING ENTRIES	CONSOLIDATED
\$	\$	\$	\$
			30,285
			19,663
			2,162
			29,619
			(340)
			5,870
			1,100
			31,063
			2,123
			110,416
			9,711
			23,166
54,536			54,536
			43,095
0			10,074
			5,273
500			28,958
			27,574
			17,498
			15,232
			926,365
<u>55,036</u>	<u>0</u>	<u>0</u>	<u>1,393,443</u>

ARTICLES OF MERGER

TO THE DEPARTMENT OF STATE
COMMONWEALTH OF PENNSYLVANIA

In compliance with the provisions of the Business Corporation Law of 1988, Act of December 21, 1988, P.L. 1444, No. 177 §§1921 et seq., Flynn Enterprises, Inc., a Pennsylvania corporation, Weaver Warehouses, Inc., a Pennsylvania corporation, Geo. W. Weaver & Sons, Inc., a Pennsylvania corporation, and Harrisburg Transfer Company, a Pennsylvania corporation hereby certify under their respective corporate seals:

1. The name of the surviving corporation is Flynn Enterprises, Inc. (hereinafter referred to as "Surviving Corporation"), a Pennsylvania corporation, and the location and post office address of its registered office in the Commonwealth of Pennsylvania is 2041 Herr Street, Harrisburg, Dauphin County, Pennsylvania 17101.

2. The name of the first merging corporation is Weaver Warehouses, Inc. (hereinafter referred to as "Weaver"), a Pennsylvania corporation, and the location and post office address of its registered office in the Commonwealth of Pennsylvania is 539 North Front Street, Steelton, Dauphin County, Pennsylvania.

3. The name of the second merging corporation is Geo. W. Weaver & Son, Inc. (hereinafter referred to as "Son"), a Pennsylvania corporation, and the location and post office address of its registered office in Pennsylvania is 539 North Front Street, Steelton, Dauphin County, Pennsylvania.

4. The name of the third merging corporation is Harrisburg Transfer Company (hereinafter referred to as "Transfer"), a Pennsylvania corporation, and the location and the post office address of its registered office in Pennsylvania is 437 South Second Street, Harrisburg, Dauphin County, Pennsylvania.

5. The Effective Date of the Plan of Merger is 11:59 p.m. E.S.T. December 31, 1996.

6. From and after the Effective Date of the Plan of Merger, the name of the Surviving Corporation shall be Geo. W. Weaver & Son, Inc.

7. The Plan of Merger was unanimously approved by all the shareholders of the Surviving Corporation entitled to vote thereon and by its board of directors by consents in writing setting forth the action taken, signed by all such shareholders and all the directors and filed with the Secretary of the Surviving Corporation.

8. The Plan of Merger was unanimously approved by all the shareholders of Weaver entitled to vote thereon and by its board of directors by consents in writing setting forth the action taken, signed by all such shareholders and all the directors and filed with the Secretary of Weaver.

9. The Plan of Merger was unanimously approved by all the shareholders of Son entitled to vote thereon and by its board of directors by consents in writing setting forth the action taken, signed by all such shareholders and by all the directors and filed with the Secretary of Son.

10. The Plan of Merger was unanimously approved by all the shareholders of Transfer entitled to vote thereon and by its board of directors by consents in writing setting forth the action taken, signed by all such shareholders and all the directors and filed with the Secretary of Transfer.

11. The Plan of Merger is set forth in Exhibit "A" attached hereto and made a part hereof.

IN WITNESS WHEREOF, Flynn Enterprises, Inc., Weaver Warehouses, Inc., Geo. W. Weaver & Son, Inc. and Harrisburg Transfer Company have caused these Articles of Merger to be signed by their respective Presidents

and Secretaries and their respective corporate seals to be hereunto affixed and
attested this 30th day of December, 1996.

ATTEST: FLYNN ENTERPRISES, INC.

Secretary By: _____
President
[CORPORATE SEAL]

ATTEST: WEAVER WAREHOUSES, INC.

Secretary By: _____
President
[CORPORATE SEAL]

ATTEST: GEO. W. WEAVER & SON, INC.

Secretary By: _____
President
[CORPORATE SEAL]

ATTEST: HARRISBURG TRANSFER COMPANY

Secretary By: _____
President
[CORPORATE SEAL]

AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER entered into this 30th day of December, 1996, by and among Flynn Enterprises, Inc., a Pennsylvania corporation (hereinafter sometimes referred to as "Surviving Corporation"), Weaver Warehouses, Inc., a Pennsylvania corporation (hereinafter referred to individually as "Weaver"), Geo. W. Weaver & Son, Inc., a Pennsylvania corporation (hereinafter referred to individually as "Son"), and Harrisburg Transfer Company, a Pennsylvania corporation (hereinafter referred to individually as "Transfer"). Weaver, Son and Transfer are hereinafter sometimes collectively referred to as "Merging Corporations").

WHEREAS, Surviving Corporation is a corporation duly incorporated under the provisions of the Act of May 5, 1933, P.L. 364, as amended, known as the Business Corporation Law of 1933, which was replaced by the Business Corporation Law of 1988 effective October 1, 1989;

WHEREAS, Surviving Corporation now has authorized capital stock of 100,000 shares of common capital stock with a par value of \$1.00 per share, of which 1,000 shares are issued and outstanding;

EXHIBIT "A"

WHEREAS, Weaver is a corporation duly incorporated under provisions of the Act of May 5, 1933, P.L. 364, as amended, known as the Business Corporation Law of 1933, which was replaced by the Business Corporation Law of 1988 effective October 1, 1989;

WHEREAS, Weaver now has an authorized capital stock of \$5,000.00 which consists of 100 shares of common capital stock with a par value of \$50.00 per share, of which 21 shares are issued and outstanding currently;

WHEREAS, Son is a corporation duly incorporated under the provisions of the Act of April 29, 1874, P.L. 73, as amended, which was replaced by the Business Corporation Law of 1988 effective October 1, 1989;

WHEREAS, Son now has an authorized capital stock consisting of 250 shares of common capital stock with a par value of \$100.00 per share, of which 201 shares are issued and outstanding currently;

WHEREAS, Transfer is a corporation duly incorporated under the provisions of the Act of April 29, 1874, P.L. 73, as amended, which was replaced by the Business Corporation Law of 1988 effective October 1, 1989;

WHEREAS, Transfer now has an authorized capital stock consisting of 50 shares of common capital stock with a par value of \$100.00 per share, of which 50 shares are issued and outstanding currently; and

WHEREAS, it is the desire of each of said corporations as expressed by the affirmative vote of all votes cast by all shareholders and by all directors of each said corporation to merge the rights, privileges, franchises and properties thereto vested in and belonging to Merging Corporations, or to which either is entitled, by reason of any matter, cause or thing whatsoever under the following terms and conditions:

NOW, THEREFORE, WITNESSETH THAT, in consideration of the mutual covenants and agreements herein expressed and intending to be legally bound hereby, the Merging Corporations and the Surviving Corporation hereby covenant and agree as follows:

ARTICLE I: The Surviving Corporation shall be Flynn Enterprises, Inc. whose name shall be changed upon the filing of the Articles of Merger to Geo. W. Weaver & Son, Inc.

ARTICLE II: This Agreement and Plan of Merger shall be submitted for approval or disapproval to the stockholders of each of the said

corporations at separate special meetings, the time, place and object of which written notice shall be given to each shareholder of record of each corporation in the manner provided by law. In lieu thereof, each corporation may secure the unanimous consent of all the shareholders therein in accordance with the provisions of Section 766 of the Business Corporation Law of 1988.

ARTICLE III: This merger shall become effective at 11:59 p.m. E.S.T. on December 31, 1996 (hereinafter referred to as the "Effective Date").

ARTICLE IV: The Articles of Incorporation of the Surviving Corporation in effect on the date hereof, and as amended by the Articles of Merger, shall be and continue to be the Certificate of Incorporation of the Surviving Corporation from and after the Effective Date until further amendment as provided by law. The By-Laws of the Surviving Corporation in effect on the Effective Date shall be and continue to be the By-Laws of the Surviving Corporation from and after the Effective Date until amended as therein provided.

ARTICLE V: The manner and basis of converting the shares of the Merging Corporations and the Surviving Corporation and the consideration to be paid and delivered in exchange for shares of each of them on the Effective Date shall be as follows:

A. Each share of common capital stock of the Surviving Corporation which is issued and outstanding or held by Surviving Corporation as treasury stock on the Effective Date shall continue to be issued and, if not treasury stock, outstanding.

B. Each share of common capital stock of each Merging Corporation issued and outstanding on the Effective Date shall be surrendered and canceled.

ARTICLE VI: Upon the filing of Articles of Merger in the manner provided by law, all and singular, the rights and privileges and franchises of the Merging Corporations and all property, real, personal and mixed, belonging to either or both Merging Corporations shall be vested in the Surviving Corporation without further act or deed so that Surviving Corporation shall become the owner of and have vested in it, all the said rights, privileges, franchises, properties, choses and rights in action now belonging to and owned by either or both of the Merging Corporations or to which said corporations are or may be entitled. Provided, however, that all the rights of creditors and all liens upon the property of each of the said corporations, parties hereto, shall continue unimpaired and the respective constituent corporations parties hereto shall be deemed to be in existence to preserve the same and all debts, duties and liabilities of each of the said constituent corporations parties hereto shall henceforth attach

to the Surviving Corporation and may be enforced against it to the same extent and by the same process as if debts, duties and liabilities had been contracted by the Surviving Corporation.

ARTICLE VII: Upon the filing of Articles of Merger in the manner provided by law, the Articles of Incorporation of the Surviving Corporation shall be amended to read as follows:

Item 010: Name of the Corporation is Geo. W. Weaver & Son, Inc.

Items 011, 012, 033, 013, 064: The registered office of the Corporation is 165 Lamont Street, New Cumberland, York County, Pennsylvania.

ARTICLE VIII: This Agreement and Plan of Merger may be terminated by action of the Board of Directors of either of the Merging Corporations or the Surviving Corporations at any time prior to the filing of Articles of Merger with the Department of State of the Commonwealth of Pennsylvania.

IN WITNESS WHEREOF, the President and Secretary of each of the said corporations, parties hereto, acting pursuant to resolutions of their respective shareholders and boards of directors, have hereunto set their hands and caused

the corporate seals of each such corporation to be hereunto affixed and attested
the day and year above first written.

FLYNN ENTERPRISES, INC.

ATTEST:

Secretary

By: _____
President

[CORPORATE SEAL]

WEAVER WAREHOUSES, INC.

ATTEST:

Secretary

By: _____
President

[CORPORATE SEAL]

GEO. W. WEAVER & SON, INC.

ATTEST:

Secretary

By: _____
President

[CORPORATE SEAL]

HARRISBURG TRANSFER COMPANY

ATTEST:

Secretary

By: _____
President

[CORPORATE SEAL]

CONSENT OF SHAREHOLDERS OF
FLYNN ENTERPRISES, INC.
TO ACTION WITHOUT A MEETING


December 30, 1996

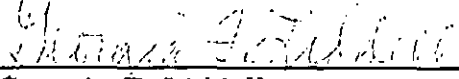
The undersigned, being the only shareholders of Flynn Enterprises, Inc., hereby consent to the resolutions and actions stated herein, hereby adopt the resolutions and actions stated herein with the same force and effect as if a meeting of the shareholders were held and hereby direct the Secretary to incorporate this document, evidencing the consent of the shareholders, in the minute book as part of the Corporation's permanent records:

RESOLVED, That the Agreement and Plan of Merger by
and among the Corporation, Weaver Warehouses,
Inc., Geo. W. Weaver & Son, Inc. and Harrisburg Transfer
Company as shown on Exhibit "A" attached hereto and made a
part hereof be and they are hereby approved and adopted;

RESOLVED, That the Corporation's officers be and they
are hereby directed to execute such documents,
seek such approvals and pay such expenses as are necessary to
consummate the merger.

IN WITNESS WHEREOF, the undersigned have hereunto set their
hands and seals the day and year above first written.


(SEAL)
Frederick M. Liddell


(SEAL)
Georgia F. Liddell

AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER entered into this 30th day of December, 1996, by and among Flynn Enterprises, Inc., a Pennsylvania corporation (hereinafter sometimes referred to as "Surviving Corporation"), Weaver Warehouses, Inc., a Pennsylvania corporation (hereinafter referred to individually as "Weaver"), Geo. W. Weaver & Son, Inc., a Pennsylvania corporation (hereinafter referred to individually as "Son"), and Harrisburg Transfer Company, a Pennsylvania corporation (hereinafter referred to individually as "Transfer"). Weaver, Son and Transfer are hereinafter sometimes collectively referred to as "Merging Corporations").

WHEREAS, Surviving Corporation is a corporation duly incorporated under the provisions of the Act of May 5, 1933, P.L. 364, as amended, known as the Business Corporation Law of 1933, which was replaced by the Business Corporation Law of 1988 effective October 1, 1989;

WHEREAS, Surviving Corporation now has authorized capital stock of 100,000 shares of common capital stock with a par value of \$1.00 per share, of which 1,000 shares are issued and outstanding;

EXHIBIT "A"

WHEREAS, Weaver is a corporation duly incorporated under provisions of the Act of May 5, 1933, P.L. 364, as amended, known as the Business Corporation Law of 1933, which was replaced by the Business Corporation Law of 1988 effective October 1, 1989;

WHEREAS, Weaver now has an authorized capital stock of \$5,000.00 which consists of 100 shares of common capital stock with a par value of \$50.00 per share, of which 21 shares are issued and outstanding currently;

WHEREAS, Son is a corporation duly incorporated under the provisions of the Act of April 29, 1874, P.L. 73, as amended, which was replaced by the Business Corporation Law of 1988 effective October 1, 1989;

WHEREAS, Son now has an authorized capital stock consisting of 250 shares of common capital stock with a par value of \$100.00 per share, of which 201 shares are issued and outstanding currently;

WHEREAS, Transfer is a corporation duly incorporated under the provisions of the Act of April 29, 1874, P.L. 73, as amended, which was replaced by the Business Corporation Law of 1988 effective October 1, 1989;

WHEREAS, Transfer now has an authorized capital stock consisting of 50 shares of common capital stock with a par value of \$100.00 per share, of which 50 shares are issued and outstanding currently; and

WHEREAS, it is the desire of each of said corporations as expressed by the affirmative vote of all votes cast by all shareholders and by all directors of each said corporation to merge the rights, privileges, franchises and properties thereto vested in and belonging to Merging Corporations, or to which either is entitled, by reason of any matter, cause or thing whatsoever under the following terms and conditions:

NOW, THEREFORE, WITNESSETH THAT, in consideration of the mutual covenants and agreements herein expressed and intending to be legally bound hereby, the Merging Corporations and the Surviving Corporation hereby covenant and agree as follows:

ARTICLE I: The Surviving Corporation shall be Flynn Enterprises, Inc. whose name shall be changed upon the filing of the Articles of Merger to Geo. W. Weaver & Son, Inc.

ARTICLE II: This Agreement and Plan of Merger shall be submitted for approval or disapproval to the stockholders of each of the said

corporations at separate special meetings, the time, place and object of which written notice shall be given to each shareholder of record of each corporation in the manner provided by law. In lieu thereof, each corporation may secure the unanimous consent of all the shareholders therein in accordance with the provisions of Section 766 of the Business Corporation Law of 1988.

ARTICLE III: This merger shall become effective at 11:59 p.m. E.S.T. on December 31, 1996 (hereinafter referred to as the "Effective Date").

ARTICLE IV: The Articles of Incorporation of the Surviving Corporation in effect on the date hereof, and as amended by the Articles of Merger, shall be and continue to be the Certificate of Incorporation of the Surviving Corporation from and after the Effective Date until further amendment as provided by law. The By-Laws of the Surviving Corporation in effect on the Effective Date shall be and continue to be the By-Laws of the Surviving Corporation from and after the Effective Date until amended as therein provided.

ARTICLE V: The manner and basis of converting the shares of the Merging Corporations and the Surviving Corporation and the consideration to be paid and delivered in exchange for shares of each of them on the Effective Date shall be as follows:

A. Each share of common capital stock of the Surviving Corporation which is issued and outstanding or held by Surviving Corporation as treasury stock on the Effective Date shall continue to be issued and, if not treasury stock, outstanding.

B. Each share of common capital stock of each Merging Corporation issued and outstanding on the Effective Date shall be surrendered and canceled.

ARTICLE VI: Upon the filing of Articles of Merger in the manner provided by law, all and singular, the rights and privileges and franchises of the Merging Corporations and all property, real, personal and mixed, belonging to either or both Merging Corporations shall be vested in the Surviving Corporation without further act or deed so that Surviving Corporation shall become the owner of and have vested in it, all the said rights, privileges, franchises, properties, choses and rights in action now belonging to and owned by either or both of the Merging Corporations or to which said corporations are or may be entitled. Provided, however, that all the rights of creditors and all liens upon the property of each of the said corporations, parties hereto, shall continue unimpaired and the respective constituent corporations parties hereto shall be deemed to be in existence to preserve the same and all debts, duties and liabilities of each of the said constituent corporations parties hereto shall henceforth attach

to the Surviving Corporation and may be enforced against it to the same extent and by the same process as if debts, duties and liabilities had been contracted by the Surviving Corporation.

ARTICLE VII: Upon the filing of Articles of Merger in the manner provided by law, the Articles of Incorporation of the Surviving Corporation shall be amended to read as follows:

Item 010: Name of the Corporation is Geo. W.
Weaver & Son, Inc.

Items 011, 012, 033, 013, 064: The registered office
of the Corporation is 165 Lamont Street, New
Cumberland, York County, Pennsylvania.

ARTICLE VIII: This Agreement and Plan of Merger may be terminated by action of the Board of Directors of either of the Merging Corporations or the Surviving Corporations at any time prior to the filing of Articles of Merger with the Department of State of the Commonwealth of Pennsylvania.

IN WITNESS WHEREOF, the President and Secretary of each of the said corporations, parties hereto, acting pursuant to resolutions of their respective shareholders and boards of directors, have hereunto set their hands and caused

the corporate seals of each such corporation to be hereunto affixed and attested
the day and year above first written.

ATTEST: FLYNN ENTERPRISES, INC.

Secretary By: _____
President
[CORPORATE SEAL]

ATTEST: WEAVER WAREHOUSES, INC.

Secretary By: _____
President
[CORPORATE SEAL]

ATTEST: GEO. W. WEAVER & SON, INC.

Secretary By: _____
President
[CORPORATE SEAL]

ATTEST: HARRISBURG TRANSFER COMPANY

Secretary By: _____
President
[CORPORATE SEAL]

CONSENT OF SHAREHOLDER OF
WEAVER WAREHOUSES, INC.
TO ACTION WITHOUT A MEETING

December 30, 1996

Flynn Enterprises, Inc., being the only shareholder of Weaver Warehouses, Inc., hereby consents to the resolutions and actions stated herein, hereby adopts the resolutions and actions stated herein with the same force and effect as if a meeting of the shareholder was held and hereby directs the Secretary to incorporate this document, evidencing the consent of the shareholder, in the minute book as part of the Corporation's permanent records:

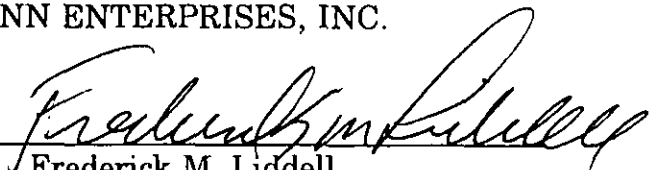
RESOLVED, That the Agreement and Plan of Merger
by and among this Corporation, Flynn Enterprises, Inc., Geo. W. Weaver & Son, Inc. and Harrisburg Transfer Company in form and substance as shown on Exhibit "A" attached hereto and made a part hereof be and they are hereby approved and adopted;

RESOLVED, That the officers of the Corporation be and they are hereby directed to execute such documents, to seek such approvals and to pay such expenses as are necessary in their judgment to consummate such merger.

IN WITNESS WHEREOF, the shareholder has caused this Consent to be executed in its corporate name by its true and lawful attorney and proxy the day and year above first written.

FLYNN ENTERPRISES, INC.

By:



Frederick M. Liddell

Its attorney-in-fact and proxy

AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER entered into this 30th day of December, 1996, by and among Flynn Enterprises, Inc., a Pennsylvania corporation (hereinafter sometimes referred to as "Surviving Corporation"), Weaver Warehouses, Inc., a Pennsylvania corporation (hereinafter referred to individually as "Weaver"), Geo. W. Weaver & Son, Inc., a Pennsylvania corporation (hereinafter referred to individually as "Son"), and Harrisburg Transfer Company, a Pennsylvania corporation (hereinafter referred to individually as "Transfer"). Weaver, Son and Transfer are hereinafter sometimes collectively referred to as "Merging Corporations").

WHEREAS, Surviving Corporation is a corporation duly incorporated under the provisions of the Act of May 5, 1933, P.L. 364, as amended, known as the Business Corporation Law of 1933, which was replaced by the Business Corporation Law of 1988 effective October 1, 1989;

WHEREAS, Surviving Corporation now has authorized capital stock of 100,000 shares of common capital stock with a par value of \$1.00 per share, of which 1,000 shares are issued and outstanding;

EXHIBIT "A"

WHEREAS, Weaver is a corporation duly incorporated under provisions of the Act of May 5, 1933, P.L. 364, as amended, known as the Business Corporation Law of 1933, which was replaced by the Business Corporation Law of 1988 effective October 1, 1989;

WHEREAS, Weaver now has an authorized capital stock of \$5,000.00 which consists of 100 shares of common capital stock with a par value of \$50.00 per share, of which 21 shares are issued and outstanding currently;

WHEREAS, Son is a corporation duly incorporated under the provisions of the Act of April 29, 1874, P.L. 73, as amended, which was replaced by the Business Corporation Law of 1988 effective October 1, 1989;

WHEREAS, Son now has an authorized capital stock consisting of 250 shares of common capital stock with a par value of \$100.00 per share, of which 201 shares are issued and outstanding currently;

WHEREAS, Transfer is a corporation duly incorporated under the provisions of the Act of April 29, 1874, P.L. 73, as amended, which was replaced by the Business Corporation Law of 1988 effective October 1, 1989;

WHEREAS, Transfer now has an authorized capital stock consisting of 50 shares of common capital stock with a par value of \$100.00 per share, of which 50 shares are issued and outstanding currently; and

WHEREAS, it is the desire of each of said corporations as expressed by the affirmative vote of all votes cast by all shareholders and by all directors of each said corporation to merge the rights, privileges, franchises and properties thereto vested in and belonging to Merging Corporations, or to which either is entitled, by reason of any matter, cause or thing whatsoever under the following terms and conditions:

NOW, THEREFORE, WITNESSETH THAT, in consideration of the mutual covenants and agreements herein expressed and intending to be legally bound hereby, the Merging Corporations and the Surviving Corporation hereby covenant and agree as follows:

ARTICLE I: The Surviving Corporation shall be Flynn Enterprises, Inc. whose name shall be changed upon the filing of the Articles of Merger to Geo. W. Weaver & Son, Inc.

ARTICLE II: This Agreement and Plan of Merger shall be submitted for approval or disapproval to the stockholders of each of the said

corporations at separate special meetings, the time, place and object of which written notice shall be given to each shareholder of record of each corporation in the manner provided by law. In lieu thereof, each corporation may secure the unanimous consent of all the shareholders therein in accordance with the provisions of Section 766 of the Business Corporation Law of 1988.

ARTICLE III: This merger shall become effective at 11:59 p.m. E.S.T. on December 31, 1996 (hereinafter referred to as the "Effective Date").

ARTICLE IV: The Articles of Incorporation of the Surviving Corporation in effect on the date hereof, and as amended by the Articles of Merger, shall be and continue to be the Certificate of Incorporation of the Surviving Corporation from and after the Effective Date until further amendment as provided by law. The By-Laws of the Surviving Corporation in effect on the Effective Date shall be and continue to be the By-Laws of the Surviving Corporation from and after the Effective Date until amended as therein provided.

ARTICLE V: The manner and basis of converting the shares of the Merging Corporations and the Surviving Corporation and the consideration to be paid and delivered in exchange for shares of each of them on the Effective Date shall be as follows:

A. Each share of common capital stock of the Surviving Corporation which is issued and outstanding or held by Surviving Corporation as treasury stock on the Effective Date shall continue to be issued and, if not treasury stock, outstanding.

B. Each share of common capital stock of each Merging Corporation issued and outstanding on the Effective Date shall be surrendered and canceled.

ARTICLE VI: Upon the filing of Articles of Merger in the manner provided by law, all and singular, the rights and privileges and franchises of the Merging Corporations and all property, real, personal and mixed, belonging to either or both Merging Corporations shall be vested in the Surviving Corporation without further act or deed so that Surviving Corporation shall become the owner of and have vested in it, all the said rights, privileges, franchises, properties, choses and rights in action now belonging to and owned by either or both of the Merging Corporations or to which said corporations are or may be entitled. Provided, however, that all the rights of creditors and all liens upon the property of each of the said corporations, parties hereto, shall continue unimpaired and the respective constituent corporations parties hereto shall be deemed to be in existence to preserve the same and all debts, duties and liabilities of each of the said constituent corporations parties hereto shall henceforth attach

to the Surviving Corporation and may be enforced against it to the same extent and by the same process as if debts, duties and liabilities had been contracted by the Surviving Corporation.

ARTICLE VII: Upon the filing of Articles of Merger in the manner provided by law, the Articles of Incorporation of the Surviving Corporation shall be amended to read as follows:

Item 010: Name of the Corporation is Geo. W.
Weaver & Son, Inc.

Items 011, 012, 033, 013, 064: The registered office
of the Corporation is 165 Lamont Street, New
Cumberland, York County, Pennsylvania.

ARTICLE VIII: This Agreement and Plan of Merger may be terminated by action of the Board of Directors of either of the Merging Corporations or the Surviving Corporations at any time prior to the filing of Articles of Merger with the Department of State of the Commonwealth of Pennsylvania.

IN WITNESS WHEREOF, the President and Secretary of each of the said corporations, parties hereto, acting pursuant to resolutions of their respective shareholders and boards of directors, have hereunto set their hands and caused

the corporate seals of each such corporation to be hereunto affixed and attested
the day and year above first written.

ATTEST: FLYNN ENTERPRISES, INC.

Secretary By: _____
President
[CORPORATE SEAL]

ATTEST: WEAVER WAREHOUSES, INC.

Secretary By: _____
President
[CORPORATE SEAL]

ATTEST: GEO. W. WEAVER & SON, INC.

Secretary By: _____
President
[CORPORATE SEAL]

ATTEST: HARRISBURG TRANSFER COMPANY

Secretary By: _____
President
[CORPORATE SEAL]

CONSENT OF SHAREHOLDER OF
GEO. W. WEAVER & SON, INC.
TO ACTION WITHOUT A MEETING

December 30, 1996

Flynn Enterprises, Inc., being the only shareholder of Geo. W. Weaver & Son, Inc., hereby consents to the resolutions and actions stated herein, hereby adopts the resolutions and actions stated herein with the same force and effect as if a meeting of the shareholder was held and hereby directs the Secretary to incorporate this document, evidencing the consent of the shareholder, in the minute book as part of the Corporation's permanent records:

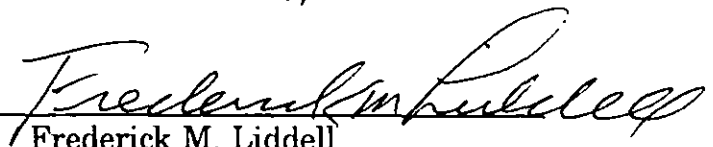
RESOLVED, That the Agreement and Plan of Merger by and among this Corporation, Flynn Enterprises, Inc., Weaver Warehouses, Inc. and Harrisburg Transfer Company in form and substance as shown on Exhibit "A" attached hereto and made a part hereof be and they are hereby approved and adopted;

RESOLVED, That the officers of the Corporation be and they are hereby directed to execute such documents, to seek such approvals and to pay such expenses as are necessary in their judgment to consummate such merger.

IN WITNESS WHEREOF, the shareholder has caused this Consent to be executed in its corporate name by its true and lawful attorney and proxy the day and year above first written.

FLYNN ENTERPRISES, INC.

By:



Frederick M. Liddell

Its attorney-in-fact and proxy

AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER entered into this 30th day of December, 1996, by and among Flynn Enterprises, Inc., a Pennsylvania corporation (hereinafter sometimes referred to as "Surviving Corporation"), Weaver Warehouses, Inc., a Pennsylvania corporation (hereinafter referred to individually as "Weaver"), Geo. W. Weaver & Son, Inc., a Pennsylvania corporation (hereinafter referred to individually as "Son"), and Harrisburg Transfer Company, a Pennsylvania corporation (hereinafter referred to individually as "Transfer"). Weaver, Son and Transfer are hereinafter sometimes collectively referred to as "Merging Corporations").

WHEREAS, Surviving Corporation is a corporation duly incorporated under the provisions of the Act of May 5, 1933, P.L. 364, as amended, known as the Business Corporation Law of 1933, which was replaced by the Business Corporation Law of 1988 effective October 1, 1989;

WHEREAS, Surviving Corporation now has authorized capital stock of 100,000 shares of common capital stock with a par value of \$1.00 per share, of which 1,000 shares are issued and outstanding;

EXHIBIT "A"

WHEREAS, Weaver is a corporation duly incorporated under provisions of the Act of May 5, 1933, P.L. 364, as amended, known as the Business Corporation Law of 1933, which was replaced by the Business Corporation Law of 1988 effective October 1, 1989;

WHEREAS, Weaver now has an authorized capital stock of \$5,000.00 which consists of 100 shares of common capital stock with a par value of \$50.00 per share, of which 21 shares are issued and outstanding currently;

WHEREAS, Son is a corporation duly incorporated under the provisions of the Act of April 29, 1874, P.L. 73, as amended, which was replaced by the Business Corporation Law of 1988 effective October 1, 1989;

WHEREAS, Son now has an authorized capital stock consisting of 250 shares of common capital stock with a par value of \$100.00 per share, of which 201 shares are issued and outstanding currently;

WHEREAS, Transfer is a corporation duly incorporated under the provisions of the Act of April 29, 1874, P.L. 73, as amended, which was replaced by the Business Corporation Law of 1988 effective October 1, 1989;

WHEREAS, Transfer now has an authorized capital stock consisting of 50 shares of common capital stock with a par value of \$100.00 per share, of which 50 shares are issued and outstanding currently; and

WHEREAS, it is the desire of each of said corporations as expressed by the affirmative vote of all votes cast by all shareholders and by all directors of each said corporation to merge the rights, privileges, franchises and properties thereto vested in and belonging to Merging Corporations, or to which either is entitled, by reason of any matter, cause or thing whatsoever under the following terms and conditions:

NOW, THEREFORE, WITNESSETH THAT, in consideration of the mutual covenants and agreements herein expressed and intending to be legally bound hereby, the Merging Corporations and the Surviving Corporation hereby covenant and agree as follows:

ARTICLE I: The Surviving Corporation shall be Flynn Enterprises, Inc. whose name shall be changed upon the filing of the Articles of Merger to Geo. W. Weaver & Son, Inc.

ARTICLE II: This Agreement and Plan of Merger shall be submitted for approval or disapproval to the stockholders of each of the said

corporations at separate special meetings, the time, place and object of which written notice shall be given to each shareholder of record of each corporation in the manner provided by law. In lieu thereof, each corporation may secure the unanimous consent of all the shareholders therein in accordance with the provisions of Section 766 of the Business Corporation Law of 1988.

ARTICLE III: This merger shall become effective at 11:59 p.m. E.S.T. on December 31, 1996 (hereinafter referred to as the "Effective Date").

ARTICLE IV: The Articles of Incorporation of the Surviving Corporation in effect on the date hereof, and as amended by the Articles of Merger, shall be and continue to be the Certificate of Incorporation of the Surviving Corporation from and after the Effective Date until further amendment as provided by law. The By-Laws of the Surviving Corporation in effect on the Effective Date shall be and continue to be the By-Laws of the Surviving Corporation from and after the Effective Date until amended as therein provided.

ARTICLE V: The manner and basis of converting the shares of the Merging Corporations and the Surviving Corporation and the consideration to be paid and delivered in exchange for shares of each of them on the Effective Date shall be as follows:

A. Each share of common capital stock of the Surviving Corporation which is issued and outstanding or held by Surviving Corporation as treasury stock on the Effective Date shall continue to be issued and, if not treasury stock, outstanding.

B. Each share of common capital stock of each Merging Corporation issued and outstanding on the Effective Date shall be surrendered and canceled.

ARTICLE VI: Upon the filing of Articles of Merger in the manner provided by law, all and singular, the rights and privileges and franchises of the Merging Corporations and all property, real, personal and mixed, belonging to either or both Merging Corporations shall be vested in the Surviving Corporation without further act or deed so that Surviving Corporation shall become the owner of and have vested in it, all the said rights, privileges, franchises, properties, choses and rights in action now belonging to and owned by either or both of the Merging Corporations or to which said corporations are or may be entitled. Provided, however, that all the rights of creditors and all liens upon the property of each of the said corporations, parties hereto, shall continue unimpaired and the respective constituent corporations parties hereto shall be deemed to be in existence to preserve the same and all debts, duties and liabilities of each of the said constituent corporations parties hereto shall henceforth attach

to the Surviving Corporation and may be enforced against it to the same extent and by the same process as if debts, duties and liabilities had been contracted by the Surviving Corporation.

ARTICLE VII: Upon the filing of Articles of Merger in the manner provided by law, the Articles of Incorporation of the Surviving Corporation shall be amended to read as follows:

Item 010: Name of the Corporation is Geo. W. Weaver & Son, Inc.

Items 011, 012, 033, 013, 064: The registered office of the Corporation is 165 Lamont Street, New Cumberland, York County, Pennsylvania.

ARTICLE VIII: This Agreement and Plan of Merger may be terminated by action of the Board of Directors of either of the Merging Corporations or the Surviving Corporations at any time prior to the filing of Articles of Merger with the Department of State of the Commonwealth of Pennsylvania.

IN WITNESS WHEREOF, the President and Secretary of each of the said corporations, parties hereto, acting pursuant to resolutions of their respective shareholders and boards of directors, have hereunto set their hands and caused

the corporate seals of each such corporation to be hereunto affixed and attested
the day and year above first written.

FLYNN ENTERPRISES, INC.

ATTEST:

Secretary

By: _____
President

[CORPORATE SEAL]

WEAVER WAREHOUSES, INC.

ATTEST:

Secretary

By: _____
President

[CORPORATE SEAL]

GEO. W. WEAVER & SON, INC.

ATTEST:

Secretary

By: _____
President

[CORPORATE SEAL]

HARRISBURG TRANSFER COMPANY

ATTEST:

Secretary

By: _____
President

[CORPORATE SEAL]

CONSENT OF SHAREHOLDER OF
HARRISBURG TRANSFER COMPANY
TO ACTION WITHOUT A MEETING

December 30, 1996

Flynn Enterprises, Inc., being the only shareholder of Harrisburg Transfer Company, hereby consents to the resolutions and actions stated herein, hereby adopts the resolutions and actions stated herein with the same force and effect as if a meeting of the shareholder was held and hereby directs the Secretary to incorporate this document, evidencing the consent of the shareholder, in the minute book as part of the Corporation's permanent records:

RESOLVED, That the Agreement and Plan of Merger
by and among this Corporation, Flynn
Enterprises, Inc., Weaver Warehouses, Inc. and Geo. W.
Weaver & Son, Inc. in form and substance as shown on Exhibit
"A" attached hereto and made a part hereof be and they are
hereby approved and adopted;

RESOLVED, That the officers of the Corporation be and they are hereby directed to execute such documents, to seek such approvals and to pay such expenses as are necessary in their judgment to consummate such merger.

IN WITNESS WHEREOF, the shareholder has caused this Consent to be executed in its corporate name by its true and lawful attorney and proxy the day and year above first written.

FLYNN ENTERPRISES, INC.

By: 

Frederick M. Liddell

Its attorney-in-fact and proxy

AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER entered into this 30th day of December, 1996, by and among Flynn Enterprises, Inc., a Pennsylvania corporation (hereinafter sometimes referred to as "Surviving Corporation"), Weaver Warehouses, Inc., a Pennsylvania corporation (hereinafter referred to individually as "Weaver"), Geo. W. Weaver & Son, Inc., a Pennsylvania corporation (hereinafter referred to individually as "Son"), and Harrisburg Transfer Company, a Pennsylvania corporation (hereinafter referred to individually as "Transfer"). Weaver, Son and Transfer are hereinafter sometimes collectively referred to as "Merging Corporations").

WHEREAS, Surviving Corporation is a corporation duly incorporated under the provisions of the Act of May 5, 1933, P.L. 364, as amended, known as the Business Corporation Law of 1933, which was replaced by the Business Corporation Law of 1988 effective October 1, 1989;

WHEREAS, Surviving Corporation now has authorized capital stock of 100,000 shares of common capital stock with a par value of \$1.00 per share, of which 1,000 shares are issued and outstanding;

EXHIBIT "A"

WHEREAS, Weaver is a corporation duly incorporated under provisions of the Act of May 5, 1933, P.L. 364, as amended, known as the Business Corporation Law of 1933, which was replaced by the Business Corporation Law of 1988 effective October 1, 1989;

WHEREAS, Weaver now has an authorized capital stock of \$5,000.00 which consists of 100 shares of common capital stock with a par value of \$50.00 per share, of which 21 shares are issued and outstanding currently;

WHEREAS, Son is a corporation duly incorporated under the provisions of the Act of April 29, 1874, P.L. 73, as amended, which was replaced by the Business Corporation Law of 1988 effective October 1, 1989;

WHEREAS, Son now has an authorized capital stock consisting of 250 shares of common capital stock with a par value of \$100.00 per share, of which 201 shares are issued and outstanding currently;

WHEREAS, Transfer is a corporation duly incorporated under the provisions of the Act of April 29, 1874, P.L. 73, as amended, which was replaced by the Business Corporation Law of 1988 effective October 1, 1989;

WHEREAS, Transfer now has an authorized capital stock consisting of 50 shares of common capital stock with a par value of \$100.00 per share, of which 50 shares are issued and outstanding currently; and

WHEREAS, it is the desire of each of said corporations as expressed by the affirmative vote of all votes cast by all shareholders and by all directors of each said corporation to merge the rights, privileges, franchises and properties thereto vested in and belonging to Merging Corporations, or to which either is entitled, by reason of any matter, cause or thing whatsoever under the following terms and conditions:

NOW, THEREFORE, WITNESSETH THAT, in consideration of the mutual covenants and agreements herein expressed and intending to be legally bound hereby, the Merging Corporations and the Surviving Corporation hereby covenant and agree as follows:

ARTICLE I: The Surviving Corporation shall be Flynn Enterprises, Inc. whose name shall be changed upon the filing of the Articles of Merger to Geo. W. Weaver & Son, Inc.

ARTICLE II: This Agreement and Plan of Merger shall be submitted for approval or disapproval to the stockholders of each of the said

corporations at separate special meetings, the time, place and object of which written notice shall be given to each shareholder of record of each corporation in the manner provided by law. In lieu thereof, each corporation may secure the unanimous consent of all the shareholders therein in accordance with the provisions of Section 766 of the Business Corporation Law of 1988.

ARTICLE III: This merger shall become effective at 11:59 p.m. E.S.T. on December 31, 1996 (hereinafter referred to as the "Effective Date").

ARTICLE IV: The Articles of Incorporation of the Surviving Corporation in effect on the date hereof, and as amended by the Articles of Merger, shall be and continue to be the Certificate of Incorporation of the Surviving Corporation from and after the Effective Date until further amendment as provided by law. The By-Laws of the Surviving Corporation in effect on the Effective Date shall be and continue to be the By-Laws of the Surviving Corporation from and after the Effective Date until amended as therein provided.

ARTICLE V: The manner and basis of converting the shares of the Merging Corporations and the Surviving Corporation and the consideration to be paid and delivered in exchange for shares of each of them on the Effective Date shall be as follows:

A. Each share of common capital stock of the Surviving Corporation which is issued and outstanding or held by Surviving Corporation as treasury stock on the Effective Date shall continue to be issued and, if not treasury stock, outstanding.

B. Each share of common capital stock of each Merging Corporation issued and outstanding on the Effective Date shall be surrendered and canceled.

ARTICLE VI: Upon the filing of Articles of Merger in the manner provided by law, all and singular, the rights and privileges and franchises of the Merging Corporations and all property, real, personal and mixed, belonging to either or both Merging Corporations shall be vested in the Surviving Corporation without further act or deed so that Surviving Corporation shall become the owner of and have vested in it, all the said rights, privileges, franchises, properties, choses and rights in action now belonging to and owned by either or both of the Merging Corporations or to which said corporations are or may be entitled. Provided, however, that all the rights of creditors and all liens upon the property of each of the said corporations, parties hereto, shall continue unimpaired and the respective constituent corporations parties hereto shall be deemed to be in existence to preserve the same and all debts, duties and liabilities of each of the said constituent corporations parties hereto shall henceforth attach

to the Surviving Corporation and may be enforced against it to the same extent and by the same process as if debts, duties and liabilities had been contracted by the Surviving Corporation.

ARTICLE VII: Upon the filing of Articles of Merger in the manner provided by law, the Articles of Incorporation of the Surviving Corporation shall be amended to read as follows:

Item 010: Name of the Corporation is Geo. W. Weaver & Son, Inc.

Items 011, 012, 033, 013, 064: The registered office of the Corporation is 165 Lamont Street, New Cumberland, York County, Pennsylvania.

ARTICLE VIII: This Agreement and Plan of Merger may be terminated by action of the Board of Directors of either of the Merging Corporations or the Surviving Corporations at any time prior to the filing of Articles of Merger with the Department of State of the Commonwealth of Pennsylvania.

IN WITNESS WHEREOF, the President and Secretary of each of the said corporations, parties hereto, acting pursuant to resolutions of their respective shareholders and boards of directors, have hereunto set their hands and caused

the corporate seals of each such corporation to be hereunto affixed and attested
the day and year above first written.

ATTEST: FLYNN ENTERPRISES, INC.

Secretary By: _____
President
[CORPORATE SEAL]

ATTEST: WEAVER WAREHOUSES, INC.

Secretary By: _____
President
[CORPORATE SEAL]

ATTEST: GEO. W. WEAVER & SON, INC.

Secretary By: _____
President
[CORPORATE SEAL]

ATTEST: HARRISBURG TRANSFER COMPANY

Secretary By: _____
President
[CORPORATE SEAL]

CONSENT OF DIRECTORS OF
FLYNN ENTERPRISES, INC.
TO ACTION WITHOUT A MEETING

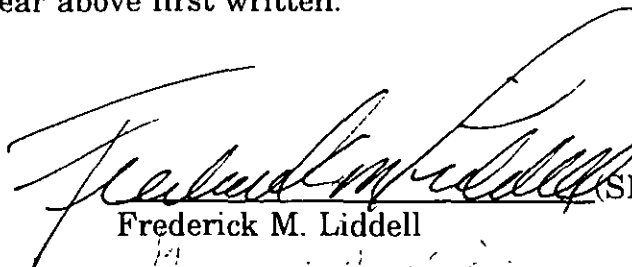
December 30, 1996

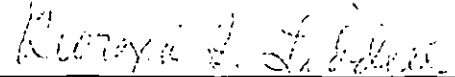
The undersigned, being the only directors of Flynn Enterprises, Inc., hereby consent to the resolutions and actions stated herein, hereby adopt the resolutions and actions stated herein with the same force and effect as if a meeting of the directors were held and hereby direct the Secretary to incorporate this document, evidencing the consent of the directors, in the minute book as part of the Corporation's permanent records:


RESOLVED, That the Agreement and Plan of Merger by
and among the Corporation, Weaver Warehouses,
Inc., Geo. W. Weaver & Son, Inc. and Harrisburg Transfer
Company as shown on Exhibit "A" attached hereto and made a
part hereof be and they are hereby approved and adopted;

RESOLVED, That the Corporation's officers be and they
are hereby directed to execute such documents,
seek such approvals and pay such expenses as are necessary to
consummate the merger.

IN WITNESS WHEREOF, the undersigned have hereunto set their
hands and seals the day and year above first written.

 (SEAL)
Frederick M. Liddell

 (SEAL)
Georgia F. Liddell

 (SEAL)
Carl V. Smith

AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER entered into this 30th day of December, 1996, by and among Flynn Enterprises, Inc., a Pennsylvania corporation (hereinafter sometimes referred to as "Surviving Corporation"), Weaver Warehouses, Inc., a Pennsylvania corporation (hereinafter referred to individually as "Weaver"), Geo. W. Weaver & Son, Inc., a Pennsylvania corporation (hereinafter referred to individually as "Son"), and Harrisburg Transfer Company, a Pennsylvania corporation (hereinafter referred to individually as "Transfer"). Weaver, Son and Transfer are hereinafter sometimes collectively referred to as "Merging Corporations").

WHEREAS, Surviving Corporation is a corporation duly incorporated under the provisions of the Act of May 5, 1933, P.L. 364, as amended, known as the Business Corporation Law of 1933, which was replaced by the Business Corporation Law of 1988 effective October 1, 1989;

WHEREAS, Surviving Corporation now has authorized capital stock of 100,000 shares of common capital stock with a par value of \$1.00 per share, of which 1,000 shares are issued and outstanding;

EXHIBIT "A"

WHEREAS, Weaver is a corporation duly incorporated under provisions of the Act of May 5, 1933, P.L. 364, as amended, known as the Business Corporation Law of 1933, which was replaced by the Business Corporation Law of 1988 effective October 1, 1989;

WHEREAS, Weaver now has an authorized capital stock of \$5,000.00 which consists of 100 shares of common capital stock with a par value of \$50.00 per share, of which 21 shares are issued and outstanding currently;

WHEREAS, Son is a corporation duly incorporated under the provisions of the Act of April 29, 1874, P.L. 73, as amended, which was replaced by the Business Corporation Law of 1988 effective October 1, 1989;

WHEREAS, Son now has an authorized capital stock consisting of 250 shares of common capital stock with a par value of \$100.00 per share, of which 201 shares are issued and outstanding currently;

WHEREAS, Transfer is a corporation duly incorporated under the provisions of the Act of April 29, 1874, P.L. 73, as amended, which was replaced by the Business Corporation Law of 1988 effective October 1, 1989;

WHEREAS, Transfer now has an authorized capital stock consisting of 50 shares of common capital stock with a par value of \$100.00 per share, of which 50 shares are issued and outstanding currently; and

WHEREAS, it is the desire of each of said corporations as expressed by the affirmative vote of all votes cast by all shareholders and by all directors of each said corporation to merge the rights, privileges, franchises and properties thereto vested in and belonging to Merging Corporations, or to which either is entitled, by reason of any matter, cause or thing whatsoever under the following terms and conditions:

NOW, THEREFORE, WITNESSETH THAT, in consideration of the mutual covenants and agreements herein expressed and intending to be legally bound hereby, the Merging Corporations and the Surviving Corporation hereby covenant and agree as follows:

ARTICLE I: The Surviving Corporation shall be Flynn Enterprises, Inc. whose name shall be changed upon the filing of the Articles of Merger to Geo. W. Weaver & Son, Inc.

ARTICLE II: This Agreement and Plan of Merger shall be submitted for approval or disapproval to the stockholders of each of the said

corporations at separate special meetings, the time, place and object of which written notice shall be given to each shareholder of record of each corporation in the manner provided by law. In lieu thereof, each corporation may secure the unanimous consent of all the shareholders therein in accordance with the provisions of Section 766 of the Business Corporation Law of 1988.

ARTICLE III: This merger shall become effective at 11:59 p.m. E.S.T. on December 31, 1996 (hereinafter referred to as the "Effective Date").

ARTICLE IV: The Articles of Incorporation of the Surviving Corporation in effect on the date hereof, and as amended by the Articles of Merger, shall be and continue to be the Certificate of Incorporation of the Surviving Corporation from and after the Effective Date until further amendment as provided by law. The By-Laws of the Surviving Corporation in effect on the Effective Date shall be and continue to be the By-Laws of the Surviving Corporation from and after the Effective Date until amended as therein provided.

ARTICLE V: The manner and basis of converting the shares of the Merging Corporations and the Surviving Corporation and the consideration to be paid and delivered in exchange for shares of each of them on the Effective Date shall be as follows:

A. Each share of common capital stock of the Surviving Corporation which is issued and outstanding or held by Surviving Corporation as treasury stock on the Effective Date shall continue to be issued and, if not treasury stock, outstanding.

B. Each share of common capital stock of each Merging Corporation issued and outstanding on the Effective Date shall be surrendered and canceled.

ARTICLE VI: Upon the filing of Articles of Merger in the manner provided by law, all and singular, the rights and privileges and franchises of the Merging Corporations and all property, real, personal and mixed, belonging to either or both Merging Corporations shall be vested in the Surviving Corporation without further act or deed so that Surviving Corporation shall become the owner of and have vested in it, all the said rights, privileges, franchises, properties, choses and rights in action now belonging to and owned by either or both of the Merging Corporations or to which said corporations are or may be entitled. Provided, however, that all the rights of creditors and all liens upon the property of each of the said corporations, parties hereto, shall continue unimpaired and the respective constituent corporations parties hereto shall be deemed to be in existence to preserve the same and all debts, duties and liabilities of each of the said constituent corporations parties hereto shall henceforth attach

to the Surviving Corporation and may be enforced against it to the same extent and by the same process as if debts, duties and liabilities had been contracted by the Surviving Corporation.

ARTICLE VII: Upon the filing of Articles of Merger in the manner provided by law the Articles of Incorporation of the Surviving Corporation shall be amended to read as follows:

Item 010: Name of the Corporation is Geo. W. Weaver & Son, Inc.

Items 011, 012, 033, 013, 064: The registered office of the Corporation is 165 Lamont Street, New Cumberland, York County, Pennsylvania.

ARTICLE VIII: This Agreement and Plan of Merger may be terminated by action of the Board of Directors of either of the Merging Corporations or the Surviving Corporations at any time prior to the filing of Articles of Merger with the Department of State of the Commonwealth of Pennsylvania.

IN WITNESS WHEREOF, the President and Secretary of each of the said corporations, parties hereto, acting pursuant to resolutions of their respective shareholders and boards of directors, have hereunto set their hands and caused

the corporate seals of each such corporation to be hereunto affixed and attested
the day and year above first written.

ATTEST: FLYNN ENTERPRISES, INC.

Secretary By: _____
President
[CORPORATE SEAL]

ATTEST: WEAVER WAREHOUSES, INC.

Secretary By: _____
President
[CORPORATE SEAL]

ATTEST: GEO. W. WEAVER & SON, INC.

Secretary By: _____
President
[CORPORATE SEAL]

ATTEST: HARRISBURG TRANSFER COMPANY

Secretary By: _____
President
[CORPORATE SEAL]

CONSENT OF DIRECTORS OF
WEAVER WAREHOUSES, INC.
TO ACTION WITHOUT A MEETING

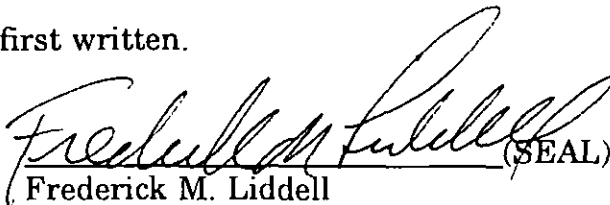
December 30, 1996

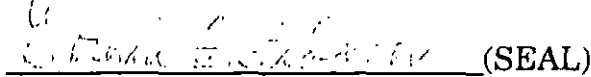
The undersigned, being the directors of Weaver Warehouses, Inc., hereby consent to the resolutions and actions stated herein, hereby adopt the resolutions and actions stated herein with the same force and effect as if a meeting of the Board of Directors were held and direct the Secretary to incorporate this document, evidencing the consent of the directors in the minute book as part of the Corporation's permanent records:

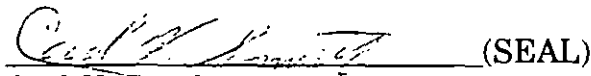
RESOLVED, That the Agreement and Plan of Merger by and among this Corporation, Flynn Enterprises, Inc., Geo. W. Weaver & Son, Inc. and Harrisburg Transfer Company in form and substance as shown on Exhibit "A" attached hereto and made a part hereof be and they are hereby approved and adopted;

RESOLVED, That the officers of the Corporation be and they are hereby directed to execute such documents, to seek such approvals and to pay such expenses as are necessary in their judgment to consummate such merger.

IN WITNESS WHEREOF, the undersigned have set their hands and seals hereto the day and year above first written.

 (SEAL)
Frederick M. Liddell

 (SEAL)
Georgia F. Liddell

 (SEAL)
Carl V. Smith

AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER entered into this 30th day of December, 1996, by and among Flynn Enterprises, Inc., a Pennsylvania corporation (hereinafter sometimes referred to as "Surviving Corporation"), Weaver Warehouses, Inc., a Pennsylvania corporation (hereinafter referred to individually as "Weaver"), Geo. W. Weaver & Son, Inc., a Pennsylvania corporation (hereinafter referred to individually as "Son"), and Harrisburg Transfer Company, a Pennsylvania corporation (hereinafter referred to individually as "Transfer"). Weaver, Son and Transfer are hereinafter sometimes collectively referred to as "Merging Corporations").

WHEREAS, Surviving Corporation is a corporation duly incorporated under the provisions of the Act of May 5, 1933, P.L. 364, as amended, known as the Business Corporation Law of 1933, which was replaced by the Business Corporation Law of 1988 effective October 1, 1989;

WHEREAS, Surviving Corporation now has authorized capital stock of 100,000 shares of common capital stock with a par value of \$1.00 per share, of which 1,000 shares are issued and outstanding;

EXHIBIT "A"

WHEREAS, Weaver is a corporation duly incorporated under provisions of the Act of May 5, 1933, P.L. 364, as amended, known as the Business Corporation Law of 1933, which was replaced by the Business Corporation Law of 1988 effective October 1, 1989;

WHEREAS, Weaver now has an authorized capital stock of \$5,000.00 which consists of 100 shares of common capital stock with a par value of \$50.00 per share, of which 21 shares are issued and outstanding currently;

WHEREAS, Son is a corporation duly incorporated under the provisions of the Act of April 29, 1874, P.L. 73, as amended, which was replaced by the Business Corporation Law of 1988 effective October 1, 1989;

WHEREAS, Son now has an authorized capital stock consisting of 250 shares of common capital stock with a par value of \$100.00 per share, of which 201 shares are issued and outstanding currently;

WHEREAS, Transfer is a corporation duly incorporated under the provisions of the Act of April 29, 1874, P.L. 73, as amended, which was replaced by the Business Corporation Law of 1988 effective October 1, 1989;

WHEREAS, Transfer now has an authorized capital stock consisting of 50 shares of common capital stock with a par value of \$100.00 per share, of which 50 shares are issued and outstanding currently; and

WHEREAS, it is the desire of each of said corporations as expressed by the affirmative vote of all votes cast by all shareholders and by all directors of each said corporation to merge the rights, privileges, franchises and properties thereto vested in and belonging to Merging Corporations, or to which either is entitled, *by reason of any matter, cause or thing whatsoever* under the following terms and conditions:

NOW, THEREFORE, WITNESSETH THAT, in consideration of the mutual covenants and agreements herein expressed and intending to be legally bound hereby, the Merging Corporations and the Surviving Corporation hereby covenant and agree as follows:

ARTICLE I: The Surviving Corporation shall be Flynn Enterprises, Inc. whose name shall be changed upon the filing of the Articles of Merger to Geo. W. Weaver & Son, Inc.

ARTICLE II: This Agreement and Plan of Merger shall be submitted for approval or disapproval to the stockholders of each of the said

corporations at separate special meetings, the time, place and object of which written notice shall be given to each shareholder of record of each corporation in the manner provided by law. In lieu thereof, each corporation may secure the unanimous consent of all the shareholders therein in accordance with the provisions of Section 766 of the Business Corporation Law of 1988.

ARTICLE III: This merger shall become effective at 11:59 p.m. E.S.T. on December 31, 1996 (hereinafter referred to as the "Effective Date").

ARTICLE IV: The Articles of Incorporation of the Surviving Corporation in effect on the date hereof, and as amended by the Articles of Merger, shall be and continue to be the Certificate of Incorporation of the Surviving Corporation from and after the Effective Date until further amendment as provided by law. The By-Laws of the Surviving Corporation in effect on the Effective Date shall be and continue to be the By-Laws of the Surviving Corporation from and after the Effective Date until amended as therein provided.

ARTICLE V: The manner and basis of converting the shares of the Merging Corporations and the Surviving Corporation and the consideration to be paid and delivered in exchange for shares of each of them on the Effective Date shall be as follows:

A. Each share of common capital stock of the Surviving Corporation which is issued and outstanding or held by Surviving Corporation as treasury stock on the Effective Date shall continue to be issued and, if not treasury stock, outstanding.

B. Each share of common capital stock of each Merging Corporation issued and outstanding on the Effective Date shall be surrendered and canceled.

ARTICLE VI: Upon the filing of Articles of Merger in the manner provided by law, all and singular, the rights and privileges and franchises of the Merging Corporations and all property, real, personal and mixed, belonging to either or both Merging Corporations shall be vested in the Surviving Corporation without further act or deed so that Surviving Corporation shall become the owner of and have vested in it, all the said rights, privileges, franchises, properties, choses and rights in action now belonging to and owned by either or both of the Merging Corporations or to which said corporations are or may be entitled. Provided, however, that all the rights of creditors and all liens upon the property of each of the said corporations, parties hereto, shall continue unimpaired and the respective constituent corporations parties hereto shall be deemed to be in existence to preserve the same and all debts, duties and liabilities of each of the said constituent corporations parties hereto shall henceforth attach

to the Surviving Corporation and may be enforced against it to the same extent and by the same process as if debts, duties and liabilities had been contracted by the Surviving Corporation.

ARTICLE VII: Upon the filing of Articles of Merger in the manner provided by law, the Articles of Incorporation of the Surviving Corporation shall be amended to read as follows:

Item 010: Name of the Corporation is Geo. W.
Weaver & Son, Inc.

Items 011, 012, 033, 013, 064: The registered office
of the Corporation is 165 Lamont Street, New
Cumberland, York County, Pennsylvania.

ARTICLE VIII: This Agreement and Plan of Merger may be terminated by action of the Board of Directors of either of the Merging Corporations or the Surviving Corporations at any time prior to the filing of Articles of Merger with the Department of State of the Commonwealth of Pennsylvania.

IN WITNESS WHEREOF, the President and Secretary of each of the said corporations, parties hereto, acting pursuant to resolutions of their respective shareholders and boards of directors, have hereunto set their hands and caused

the corporate seals of each such corporation to be hereunto affixed and attested the day and year above first written.

ATTEST: FLYNN ENTERPRISES, INC.

Secretary By: _____
President
[CORPORATE SEAL]

ATTEST: WEAVER WAREHOUSES, INC.

Secretary By: _____
President
[CORPORATE SEAL]

ATTEST: GEO. W. WEAVER & SON, INC.

Secretary By: _____
President
[CORPORATE SEAL]

ATTEST: HARRISBURG TRANSFER COMPANY

Secretary By: _____
President
[CORPORATE SEAL]

CONSENT OF DIRECTORS OF
GEO. W. WEAVER & SON, INC.
TO ACTION WITHOUT A MEETING

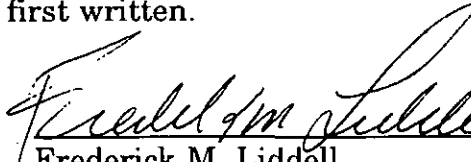
December 30, 1996

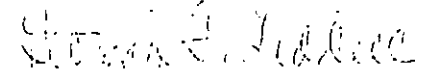
The undersigned, being the directors of Geo. W. Weaver & Son, Inc., hereby consent to the resolutions and actions stated herein, hereby adopt the resolutions and actions stated herein with the same force and effect as if a meeting of the Board of Directors were held and direct the Secretary to incorporate this document, evidencing the consent of the directors in the minute book as part of the Corporation's permanent records:


RESOLVED, That the Agreement and Plan of Merger by and among this Corporation, Flynn Enterprises, Inc., Weaver Warehouses, Inc. and Harrisburg Transfer Company in form and substance as shown on Exhibit "A" attached hereto and made a part hereof be and they are hereby approved and adopted;

RESOLVED, That the officers of the Corporation be and they are hereby directed to execute such documents, to seek such approvals and to pay such expenses as are necessary in their judgment to consummate such merger.

IN WITNESS WHEREOF, the undersigned have set their hands and seals hereto the day and year above first written.

 (SEAL)
Frederick M. Liddell

 (SEAL)
Georgia F. Liddell

 (SEAL)
Carl V. Smith

AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER entered into this 30th day of December, 1996, by and among Flynn Enterprises, Inc., a Pennsylvania corporation (hereinafter sometimes referred to as "Surviving Corporation"), Weaver Warehouses, Inc., a Pennsylvania corporation (hereinafter referred to individually as "Weaver"), Geo. W. Weaver & Son, Inc., a Pennsylvania corporation (hereinafter referred to individually as "Son"), and Harrisburg Transfer Company, a Pennsylvania corporation (hereinafter referred to individually as "Transfer"). Weaver, Son and Transfer are hereinafter sometimes collectively referred to as "Merging Corporations").

WHEREAS, Surviving Corporation is a corporation duly incorporated under the provisions of the Act of May 5, 1933, P.L. 364, as amended, known as the Business Corporation Law of 1933, which was replaced by the Business Corporation Law of 1988 effective October 1, 1989;

WHEREAS, Surviving Corporation now has authorized capital stock of 100,000 shares of common capital stock with a par value of \$1.00 per share, of which 1,000 shares are issued and outstanding;

EXHIBIT "A"

WHEREAS, Weaver is a corporation duly incorporated under provisions of the Act of May 5, 1933, P.L. 364, as amended, known as the Business Corporation Law of 1933, which was replaced by the Business Corporation Law of 1988 effective October 1, 1989;

WHEREAS, Weaver now has an authorized capital stock of \$5,000.00 which consists of 100 shares of common capital stock with a par value of \$50.00 per share, of which 21 shares are issued and outstanding currently;

WHEREAS, Son is a corporation duly incorporated under the provisions of the Act of April 29, 1874, P.L. 73, as amended, which was replaced by the Business Corporation Law of 1988 effective October 1, 1989;

WHEREAS, Son now has an authorized capital stock consisting of 250 shares of common capital stock with a par value of \$100.00 per share, of which 201 shares are issued and outstanding currently;

WHEREAS, Transfer is a corporation duly incorporated under the provisions of the Act of April 29, 1874, P.L. 73, as amended, which was replaced by the Business Corporation Law of 1988 effective October 1, 1989;

WHEREAS, Transfer now has an authorized capital stock consisting of 50 shares of common capital stock with a par value of \$100.00 per share, of which 50 shares are issued and outstanding currently; and

WHEREAS, it is the desire of each of said corporations as expressed by the affirmative vote of all votes cast by all shareholders and by all directors of each said corporation to merge the rights, privileges, franchises and properties thereto vested in and belonging to Merging Corporations, or to which either is entitled, by reason of any matter, cause or thing whatsoever under the following terms and conditions:

NOW, THEREFORE, WITNESSETH THAT, in consideration of the mutual covenants and agreements herein expressed and intending to be legally bound hereby, the Merging Corporations and the Surviving Corporation hereby covenant and agree as follows:

ARTICLE I: The Surviving Corporation shall be Flynn Enterprises, Inc. whose name shall be changed upon the filing of the Articles of Merger to Geo. W. Weaver & Son, Inc.

ARTICLE II: This Agreement and Plan of Merger shall be submitted for approval or disapproval to the stockholders of each of the said

corporations at separate special meetings, the time, place and object of which written notice shall be given to each shareholder of record of each corporation in the manner provided by law. In lieu thereof, each corporation may secure the unanimous consent of all the shareholders therein in accordance with the provisions of Section 766 of the Business Corporation Law of 1988.

ARTICLE III: This merger shall become effective at 11:59 p.m. E.S.T. on December 31, 1996 (hereinafter referred to as the "Effective Date").

ARTICLE IV: The Articles of Incorporation of the Surviving Corporation in effect on the date hereof, and as amended by the Articles of Merger, shall be and continue to be the Certificate of Incorporation of the Surviving Corporation from and after the Effective Date until further amendment as provided by law. The By-Laws of the Surviving Corporation in effect on the Effective Date shall be and continue to be the By-Laws of the Surviving Corporation from and after the Effective Date until amended as therein provided.

ARTICLE V: The manner and basis of converting the shares of the Merging Corporations and the Surviving Corporation and the consideration to be paid and delivered in exchange for shares of each of them on the Effective Date shall be as follows:

A. Each share of common capital stock of the Surviving Corporation which is issued and outstanding or held by Surviving Corporation as treasury stock on the Effective Date shall continue to be issued and, if not treasury stock, outstanding.

B. Each share of common capital stock of each Merging Corporation issued and outstanding on the Effective Date shall be surrendered and canceled.

ARTICLE VI: Upon the filing of Articles of Merger in the manner provided by law, all and singular, the rights and privileges and franchises of the Merging Corporations and all property, real, personal and mixed, belonging to either or both Merging Corporations shall be vested in the Surviving Corporation without further act or deed so that Surviving Corporation shall become the owner of and have vested in it, all the said rights, privileges, franchises, properties, choses and rights in action now belonging to and owned by either or both of the Merging Corporations or to which said corporations are or may be entitled. Provided, however, that all the rights of creditors and all liens upon the property of each of the said corporations, parties hereto, shall continue unimpaired and the respective constituent corporations parties hereto shall be deemed to be in existence to preserve the same and all debts, duties and liabilities of each of the said constituent corporations parties hereto shall henceforth attach

to the Surviving Corporation and may be enforced against it to the same extent and by the same process as if debts, duties and liabilities had been contracted by the Surviving Corporation.

ARTICLE VII: Upon the filing of Articles of Merger in the manner provided by law, the Articles of Incorporation of the Surviving Corporation shall be amended to read as follows:

Item 010: Name of the Corporation is Geo. W.
Weaver & Son, Inc.

Items 011, 012, 033, 013, 064: The registered office
of the Corporation is 165 Lamont Street, New
Cumberland, York County, Pennsylvania.

ARTICLE VIII: This Agreement and Plan of Merger may be terminated by action of the Board of Directors of either of the Merging Corporations or the Surviving Corporations at any time prior to the filing of Articles of Merger with the Department of State of the Commonwealth of Pennsylvania.

IN WITNESS WHEREOF, the President and Secretary of each of the said corporations, parties hereto, acting pursuant to resolutions of their respective shareholders and boards of directors, have hereunto set their hands and caused

the corporate seals of each such corporation to be hereunto affixed and attested
the day and year above first written.

ATTEST: FLYNN ENTERPRISES, INC.

Secretary By: _____
President
[CORPORATE SEAL]

ATTEST: WEAVER WAREHOUSES, INC.

Secretary By: _____
President
[CORPORATE SEAL]

ATTEST: GEO. W. WEAVER & SON, INC.

Secretary By: _____
President
[CORPORATE SEAL]

ATTEST: HARRISBURG TRANSFER COMPANY

Secretary By: _____
President
[CORPORATE SEAL]

CONSENT OF DIRECTORS OF
HARRISBURG TRANSFER COMPANY
TO ACTION WITHOUT A MEETING

December 30, 1996

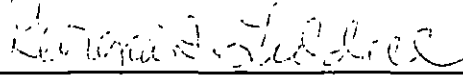
The undersigned, being the directors of Harrisburg Transfer Company, hereby consent to the resolutions and actions stated herein, hereby adopt the resolutions and actions stated herein with the same force and effect as if a meeting of the Board of Directors were held and direct the Secretary to incorporate this document, evidencing the consent of the directors in the minute book as part of the Corporation's permanent records:

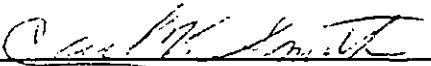
RESOLVED, That the Agreement and Plan of Merger
by and among this Corporation, Flynn
Enterprises, Inc., Geo. W. Weaver & Son, Inc. and Weaver
Warehouses, Inc. in form and substance as shown on Exhibit
"A" attached hereto and made a part hereof be and they are
hereby approved and adopted;

RESOLVED, That the officers of the Corporation be and
they are hereby directed to execute such
documents, to seek such approvals and to pay such expenses as
are necessary in their judgment to consummate such merger.

IN WITNESS WHEREOF, the undersigned have set their hands and
seals hereto the day and year above first written.

 (SEAL)
Frederick M. Liddell

 (SEAL)
Georgia F. Liddell

 (SEAL)
Carl V. Smith

AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER entered into this 30th day of December, 1996, by and among Flynn Enterprises, Inc., a Pennsylvania corporation (hereinafter sometimes referred to as "Surviving Corporation"), Weaver Warehouses, Inc., a Pennsylvania corporation (hereinafter referred to individually as "Weaver"), Geo. W. Weaver & Son, Inc., a Pennsylvania corporation (hereinafter referred to individually as "Son"), and Harrisburg Transfer Company, a Pennsylvania corporation (hereinafter referred to individually as "Transfer"). Weaver, Son and Transfer are hereinafter sometimes collectively referred to as "Merging Corporations").

WHEREAS, Surviving Corporation is a corporation duly incorporated under the provisions of the Act of May 5, 1933, P.L. 364, as amended, known as the Business Corporation Law of 1933, which was replaced by the Business Corporation Law of 1988 effective October 1, 1989;

WHEREAS, Surviving Corporation now has authorized capital stock of 100,000 shares of common capital stock with a par value of \$1.00 per share, of which 1,000 shares are issued and outstanding;

EXHIBIT "A"

WHEREAS, Weaver is a corporation duly incorporated under provisions of the Act of May 5, 1933, P.L. 364, as amended, known as the Business Corporation Law of 1933, which was replaced by the Business Corporation Law of 1988 effective October 1, 1989;

WHEREAS, Weaver now has an authorized capital stock of \$5,000.00 which consists of 100 shares of common capital stock with a par value of \$50.00 per share, of which 21 shares are issued and outstanding currently;

WHEREAS, Son is a corporation duly incorporated under the provisions of the Act of April 29, 1874, P.L. 73, as amended, which was replaced by the Business Corporation Law of 1988 effective October 1, 1989;

WHEREAS, Son now has an authorized capital stock consisting of 250 shares of common capital stock with a par value of \$100.00 per share, of which 201 shares are issued and outstanding currently;

WHEREAS, Transfer is a corporation duly incorporated under the provisions of the Act of April 29, 1874, P.L. 73, as amended, which was replaced by the Business Corporation Law of 1988 effective October 1, 1989;

WHEREAS, Transfer now has an authorized capital stock consisting of 50 shares of common capital stock with a par value of \$100.00 per share, of which 50 shares are issued and outstanding currently; and

WHEREAS, it is the desire of each of said corporations as expressed by the affirmative vote of all votes cast by all shareholders and by all directors of each said corporation to merge the rights, privileges, franchises and properties thereto vested in and belonging to Merging Corporations, or to which either is entitled, by reason of any matter, cause or thing whatsoever under the following terms and conditions:

NOW, THEREFORE, WITNESSETH THAT, in consideration of the mutual covenants and agreements herein expressed and intending to be legally bound hereby, the Merging Corporations and the Surviving Corporation hereby covenant and agree as follows:

ARTICLE I: The Surviving Corporation shall be Flynn Enterprises, Inc. whose name shall be changed upon the filing of the Articles of Merger to Geo. W. Weaver & Son, Inc.

ARTICLE II: This Agreement and Plan of Merger shall be submitted for approval or disapproval to the stockholders of each of the said

corporations at separate special meetings, the time, place and object of which written notice shall be given to each shareholder of record of each corporation in the manner provided by law. In lieu thereof, each corporation may secure the unanimous consent of all the shareholders therein in accordance with the provisions of Section 766 of the Business Corporation Law of 1988.

ARTICLE III: This merger shall become effective at 11:59 p.m. E.S.T. on December 31, 1996 (hereinafter referred to as the "Effective Date").

ARTICLE IV: The Articles of Incorporation of the Surviving Corporation in effect on the date hereof, and as amended by the Articles of Merger, shall be and continue to be the Certificate of Incorporation of the Surviving Corporation from and after the Effective Date until further amendment as provided by law. The By-Laws of the Surviving Corporation in effect on the Effective Date shall be and continue to be the By-Laws of the Surviving Corporation from and after the Effective Date until amended as therein provided.

ARTICLE V: The manner and basis of converting the shares of the Merging Corporations and the Surviving Corporation and the consideration to be paid and delivered in exchange for shares of each of them on the Effective Date shall be as follows:

A. Each share of common capital stock of the Surviving Corporation which is issued and outstanding or held by Surviving Corporation as treasury stock on the Effective Date shall continue to be issued and, if not treasury stock, outstanding.

B. Each share of common capital stock of each Merging Corporation issued and outstanding on the Effective Date shall be surrendered and canceled.

ARTICLE VI: Upon the filing of Articles of Merger in the manner provided by law, all and singular, the rights and privileges and franchises of the Merging Corporations and all property, real, personal and mixed, belonging to either or both Merging Corporations shall be vested in the Surviving Corporation without further act or deed so that Surviving Corporation shall become the owner of and have vested in it, all the said rights, privileges, franchises, properties, choses and rights in action now belonging to and owned by either or both of the Merging Corporations or to which said corporations are or may be entitled. Provided, however, that all the rights of creditors and all liens upon the property of each of the said corporations, parties hereto, shall continue unimpaired and the respective constituent corporations parties hereto shall be deemed to be in existence to preserve the same and all debts, duties and liabilities of each of the said constituent corporations parties hereto shall henceforth attach

to the Surviving Corporation and may be enforced against it to the same extent and by the same process as if debts, duties and liabilities had been contracted by the Surviving Corporation.

ARTICLE VII: Upon the filing of Articles of Merger in the manner provided by law, the Articles of Incorporation of the Surviving Corporation shall be amended to read as follows:

Item 010: Name of the Corporation is Geo. W. Weaver & Son, Inc.

Items 011, 012, 033, 013, 064: The registered office of the Corporation is 165 Lamont Street, New Cumberland, York County, Pennsylvania.

ARTICLE VIII: This Agreement and Plan of Merger may be terminated by action of the Board of Directors of either of the Merging Corporations or the Surviving Corporations at any time prior to the filing of Articles of Merger with the Department of State of the Commonwealth of Pennsylvania.

IN WITNESS WHEREOF, the President and Secretary of each of the said corporations, parties hereto, acting pursuant to resolutions of their respective shareholders and boards of directors, have hereunto set their hands and caused

the corporate seals of each such corporation to be hereunto affixed and attested the day and year above first written.

ATTEST:

Secretary

[CORPORATE SEAL]

FLYNN ENTERPRISES, INC.

By:_____
President

ATTEST:

Secretary

[CORPORATE SEAL]

WEAVER WAREHOUSES, INC.

By:_____
President

ATTEST:

Secretary

[CORPORATE SEAL]

GEO. W. WEAVER & SON, INC.

By:_____
President

ATTEST:

Secretary

[CORPORATE SEAL]

HARRISBURG TRANSFER COMPANY

By:_____
President

PENNSYLVANIA
PUBLIC UTILITY COMMISSION

Application Docket No. 69107, F.2

Application of GEO. W. WEAVER & SON, INC., a
corporation of the Commonwealth of Pennsylvania

REPORT AND ORDER
APPROVING TRUCKING SERVICE

BY THE COMMISSION:

This matter being before the Pennsylvania Public Utility Commission upon application of GEO. W. WEAVER & SON, INC., a corporation of the Commonwealth of Pennsylvania, dated February 13, 1947, to operate motor vehicles as a common carrier, and having been duly presented in accordance with the rules of the Commission, and full investigation of the matters and things involved having been had, and it appearing that the rights granted herein are in effect a transfer of the rights which have been held by CHARLES B. WEAVER, trading and doing business as GEORGE W. WEAVER & SON, under certificate of public convenience issued at A.39028, Folders 1 and 2, dated January 21, 1941, which certificates will be subsequently cancelled on date hereof, upon compliance with the tariff and insurance requirements of the Commission by GEO. W. WEAVER & SON, INC., a corporation of the Commonwealth of Pennsylvania, the Commission finds and determines that approval of the application, limited to the following rights:

Property
To transport, as a Class D carrier, property between points in the City of Harrisburg, Dauphin County, and within ten (10) miles by the usually traveled highways of the limits of said city;

Property + household goods
To transport, as a ~~Class D carrier~~ *common carrier*, office and store furniture, equipment and stock and household goods in use, from the said city and points within ten (10) miles by the usually traveled highways of the limits of said city, to other points in Pennsylvania, and vice versa;

Property
To transport, as a Class D carrier, refrigerators and refrigerator equipment for Leo R. Smith, from Harrisburg to points within one hundred (100) miles by the usually traveled highways of the limits of the said city, and vice versa;

Property
To transport, as a Class D carrier, emergency shipments of property for Bethlehem Steel Company and Electric Service Machine Company, from Harrisburg and points within ten (10) miles thereof, to points within one hundred (100) miles by the usually traveled highways of the limits of said city, and vice versa;

Property
To transport, as a Class D carrier, tombstones from the Borough of Steelton, Dauphin County, to points within twenty-five (25) miles by the usually traveled highways of the limits of the said borough;

To transport, as a Class C carrier, surplus food commodities and other commodities for the Pennsylvania Department of Public Assistance, from its warehouses in the City of Harrisburg, Dauphin County, and in the City of Pottsville, Schuylkill County, to points in the Counties of Adams, Berks, Cumberland, Dauphin, Franklin, Fulton, Juniata, Lancaster, Lebanon, Mifflin, Perry, Schuylkill and York; and the return of undistributed commodities from the said counties to its warehouse in the City of Harrisburg, Dauphin County;

and subject to the following conditions, is necessary or proper for the service, accommodation or convenience of the public:

FIRST: That the certificate holder is limited and restricted to the operation of the motor vehicles as named and described in the Equipment Certificate to be subsequently issued.

SECOND: That the approval hereby given is not to be understood as committing the Commission, in any proceedings that may be brought before it for any purpose, to fix a valuation on the property to be acquired by applicant from the present certificate holder equal to the consideration to be paid therefor, or equal to any value that may be placed thereon by applicant, or to approve or prescribe rates sufficient to yield a return thereon.

THIRD: That the applicant shall not record in its utility plant accounts any amount representing the rights herein granted, in excess of the actual cost of such rights to the original holders thereof.

FOURTH: That the accounts of the corporation will reflect the same book values as the records of the transferor at the effective date of the transfer, any previously recorded appreciation having been deleted therefrom.

FIFTH: That no right, power or privilege is granted to transport freight and merchandise from Harrisburg or Steelton as a point of origin to any point or place of destination in Pennsylvania on the route or routes of any person, copartnership or corporation operating under a certificate of public convenience on the date of this certificate, a motor vehicle freight transportation service on schedule between Harrisburg or Steelton and the point or points of destination, except as otherwise herein authorized, the transportation of which is limited and restricted to not more than two trips per week to points on the route or routes of any of the aforesaid certificated operators; provided, however, that this condition shall not prohibit local service in and between Harrisburg and Steelton nor prohibit and restrict transportation of office and store furniture equipment, stock and household goods in use, from Harrisburg or Steelton to any place in Pennsylvania.

*C. of P.C.
revised
3-31-47*

SIXTH: That the right, power and privilege hereby granted to transport emergency shipments shall be limited to shipments such as are necessary to provide equipment or supplies for repairs to machinery to enable construction or manufacturing plants to continue in normal operation and specifically does not include shipments of raw materials or supplies to overcome shortages in inventories caused by failure of consignee properly to estimate his requirements or for other reasons.

SEVENTH: That the certificate holder shall comply with all the provisions of the Public Utility Law as now existing or as may hereafter be amended, and Revised General Order No. 29, effective July 1, 1930, or as may hereafter be revised, and any other rules and regulations as may hereafter be prescribed by the Commission. Failure to comply shall be sufficient cause to suspend, revoke or rescind the rights and privileges conferred by the Certificate.

NOW, to wit, March 24, 1947, IT IS ORDERED: That upon compliance with all requirements of Sections 302 and 315 of the Public Utility Law, relative to tariffs and insurance, and with the rules and regulations promulgated by the Commission thereunder, a certificate of public convenience issue evidencing the Commission's approval of the right to operate, as above determined.

IT IS FURTHER ORDERED: That in the event said applicant has not, on or before thirty days from the date of the service of this order, complied with the requirements hereinbefore set forth, the application shall be dismissed without further proceedings.

PENNSYLVANIA
PUBLIC UTILITY COMMISSION

Chairman

ATTEST:

Secretary

PENNSYLVANIA
PUBLIC UTILITY COMMISSION

Application Docket No. 69107, Folder 2, Am-A

Application of GEO. W. WEAVER & SON, INC.,
a corporation of the Commonwealth of Pennsylvania

SUPPLEMENTAL REPORT AND ORDER
MODIFYING CERTIFICATE OF PUBLIC CONVENIENCE

BY THE COMMISSION:

This matter being before the Pennsylvania Public Utility Commission upon application of GEO. W. WEAVER & SON, INC., a corporation of the Commonwealth of Pennsylvania, for modification of the report and order issued under date of March 24, 1947, and the certificate of public convenience issued pursuant thereto, and having been duly heard and submitted by the parties, and full investigation of the matters and things involved having been had, the Commission finds and determines that approval of the proposed modification is necessary or proper for the service, accommodation or convenience of the public; THEREFORE,

NOW, to wit, March 21, 1955, IT IS ORDERED: That the second right contained in the report and order issued under date of March 24, 1947, and the certificate of public convenience issued pursuant thereto, be and is hereby modified and amended so that the second right shall now read as follows:

To transport, as a Class D carrier, household goods, personal effects and property used or to be used in a dwelling, when a part of the equipment or supply of such dwelling; furniture, fixtures, equipment and the property of stores, offices, museums, institutions, hospitals or other establishments, when a part of the stock, equipment or supply of such stores, offices, museums, institutions, hospitals or other establishments; and articles, including objects of art, displays and exhibits, which, because of their unusual nature or value, require specialized handling and equipment usually employed in moving household goods; from the City of Harrisburg, Dauphin County, and points within ten (10) miles, by the usually traveled highways, of the limits of the said city to other points in Pennsylvania, and vice versa.

and subject to the following condition, is necessary or proper for the service, accommodation or convenience of the public;

IT IS FURTHER ORDERED: That the applicant will not be permitted to operate or engage in any transportation granted herein until compliance with the requirements of the Public Utility Law, relative to the filing and acceptance of a tariff establishing just and reasonable rates.

PENNSYLVANIA
PUBLIC UTILITY COMMISSION

ATTEST:

Chairman

Secretary

PENNSYLVANIA
PUBLIC UTILITY COMMISSION

Application Docket No. 69107
Folder 2, Am-B

Application of GEO. W. WEAVER & SON, INC.,
a corporation of the Commonwealth of
Pennsylvania

SUPPLEMENTAL REPORT AND ORDER
MODIFYING CERTIFICATE OF PUBLIC CONVENIENCE

BY THE COMMISSION:

This matter being before the Pennsylvania Public Utility Commission upon application of GEO. W. WEAVER & SON, INC., a corporation of the Commonwealth of Pennsylvania, dated July 24, 1957, for modification of the report and order issued under date of March 24, 1947, and the certificate of public convenience issued thereunder, as modified and amended by supplemental report and order issued under date of March 21, 1955, and having been duly presented in accordance with the rules of the Commission, and full investigation of the matters and things involved having been had, and it appearing that the rights granted herein are in effect a transfer of the rights which have been held by HARRISBURG TRANSFER COMPANY, a corporation of the Commonwealth of Pennsylvania, under report and order issued at A.70281, Folder 2, on August 18, 1947, and the certificate of public convenience issued thereunder, which report, order and certificate will be subsequently cancelled as of the date of this order, upon compliance with the tariff requirements of the Commission by GEO. W. WEAVER & SON, INC., the Commission finds and determines that approval of the proposed modification is necessary or proper for the service, accommodation or convenience of the public; THEREFORE,

NOW, to wit, October 7, 1957, IT IS ORDERED: That the report and order issued under date of March 24, 1947, and the certificate of public convenience issued thereunder, as modified and amended by supplemental report and order issued under date of March 21, 1955, be and is hereby further modified and amended so as to include the following rights:

To transport, as a Class D carrier, household goods and office equipment, in use, between points in the City of Harrisburg, Dauphin County, and within fifteen (15) miles by the usually traveled highways of the limits of said city.

To transport, as a Class D carrier, household goods and office equipment, in use, from points in the City of Harrisburg, Dauphin County, and within fifteen (15) miles by the usually traveled highways of the limits of said city to other points in Pennsylvania, and vice versa.

To transport, as a Class C carrier, property from the storage warehouse of the Harrisburg Storage Company in the City of Harrisburg, Dauphin County, to other points in Pennsylvania within sixty (60) miles by the usually traveled highways of said warehouse, and vice versa;

Subject to the following conditions:

FIRST: That the approval hereby given is not to be understood as committing the Commission, in any proceedings that may be brought before it for any purpose, to fix a valuation on the property and/or rights to be acquired by applicant from the present certificate holder equal to the consideration to be paid therefor, or equal to any value that may be placed thereon by applicant, or to approve or prescribe rates sufficient to yield a return thereon.

SECOND: That the accounts of the transferee with reflect the same book values as the records of the transferor at the effective date of the transfer, any previously recorded appreciation having been deleted therefrom; provided that the applicant shall not record in its utility accounts any amount representing the rights herein granted, in excess of the actual cost of such rights to the original holder thereof.

IT IS FURTHER ORDERED: That the applicant will not be permitted to operate or engage in any transportation granted herein until compliance with the requirements of the Public Utility Law, relative to the filing and acceptance of a tariff establishing just and reasonable rates.

PENNSYLVANIA
PUBLIC UTILITY COMMISSION

ATTEST:

Chairman

Secretary

PENNSYLVANIA
PUBLIC UTILITY COMMISSION

Application Docket No. 69107
Folder 2, Am-C

Application of GEORGE W. WEAVER AND SON, INC., a
corporation of the Commonwealth of Pennsylvania

SUPPLEMENTAL REPORT AND ORDER
MODIFYING CERTIFICATE OF PUBLIC CONVENIENCE

BY THE COMMISSION:

This matter being before the Pennsylvania Public Utility Commission upon application of GEORGE W. WEAVER AND SON, INC., a corporation of the Commonwealth of Pennsylvania, dated September 28, 1973, for modification of the report and order issued under date of March 24, 1947 and the certificate of public convenience issued thereunder, as modified and amended, and having been duly heard and submitted by the parties and full investigation of the matters and things involved having been had, the Commission finds and determines that approval of the proposed modification is necessary or proper for the service, accommodation or convenience of the public; THEREFORE:

NOW, to wit, January 22, 1974, IT IS ORDERED: That the report and order issued under date of March 24, 1947 and the certificate of public convenience issued thereunder, as modified and amended, be and is hereby modified and amended further so as to include the following right:

To transport, as a Class D carrier, business machines and equipment of the Xerox Corporation, and materials and supplies manufactured, sold, leased, distributed or dealt in by said corporation, between points in the county of Dauphin and from points in said county to points in the counties of Cumberland, Adams, York, Lancaster, Lebanon, Perry, Northumberland, Montour, Lycoming, Clinton, Union, Snyder, Juniata, Mifflin, Centre, Blair, Huntingdon, Franklin, Fulton, Bedford, Cambria, Clearfield and Somerset, and vice versa.

IT IS FURTHER ORDERED: That the applicant will not be permitted to operate or engage in any transportation granted herein until compliance with the requirements of the Public Utility Law, relative to the filing and acceptance of a tariff establishing just and reasonable rates.

IT IS FURTHER ORDERED: That the application in all other respects be and is hereby refused for lack of proof of necessity.

PENNSYLVANIA
PUBLIC UTILITY COMMISSION

ATTEST:

Chairman

Secretary

ORDER ADOPTED: January 22, 1974
ORDER ENTERED: February 8, 1974

PENNSYLVANIA
PUBLIC UTILITY COMMISSION
Harrisburg, PA 17105-3265

Public Meeting held April 23, 1992

Commissioners Present:

David W. Rolka, Chairman
Joseph Rhodes, Jr., Vice-Chairman
Wendell F. Holland, Commissioner

Application of Geo. W. Weaver & Son, Inc., a corporation of the Commonwealth of Pennsylvania, for amendment to its common carrier certificate, this application seeks to transport, by motor vehicle, property, from the storage warehouse of Weaver Warehouses, Inc., t/d/b/a Harrisburg Storage Company, in the township of Fairview, York County, to other points in Pennsylvania within sixty (60) miles of the usually traveled highways of the limits of said warehouse, and vice versa: WHICH IS TO BE IN LIEU OF its present authority which reads as follows: Property from the storage warehouse of the Harrisburg Storage Company in the city of Harrisburg, Dauphin County, to other points in Pennsylvania within sixty (60) miles by the usually traveled highways of the said warehouse, and vice versa.

A-00069107
F. 2
Am-D

Lloyd R. Persun for the applicant.

O R D E R

BY THE COMMISSION:

This application was filed June 18, 1991, public notice of the application was given in the Pennsylvania Bulletin of July 13, 1991. There were no protests and the record, which consists of statements entered by the applicant and the three supporting shippers is now certified to the Commission for its decision without oral hearing.

The applicant Geo. W. Weaver & Son, Inc., is a Pennsylvania corporation domiciled at 165 Lamont St., Fairview Township, York County. Applicant currently holds a certificate of public convenience which authorizes it to transport as a common carrier. Among the authority held is that part at

A-00069107, F. 1, Am-B for which applicant herein requests authority be granted in lieu of.

Weaver Warehouses, Inc., t/d/b/a Harrisburg Storage Company relocated its facility from Harrisburg, Dauphin County to Fairview Township, York County, a distance of some 5 to 8 miles. Carl V. Smith, secretary of Weaver Warehouses, Inc., t/d/b/a Harrisburg Storage Company (Hbg. Storage) entered a statement in support of the application. Hbg. Storage recently relocated its warehouse to Fairview Township, York County from a location in Harrisburg, Dauphin County. The facility in Harrisburg is antiquated and outdated and it was not cost justified to renovate said facility. Pending approval of the applicant's application herein, Hbg. Storage is leasing space at the Harrisburg location from its new owner so that the applicant can legally continue its intrastate service to Hbg. Storage.

An unaudited balance sheet submitted by the applicant shows total assets of \$1,182,839.87 with total liabilities of \$602,301.55 leaving stockholders' equity of \$580,538.32. Upon approval of this application all intrastate operations will be conducted from Hbg. Storage's warehouse in Fairview Township, York County. Origin and destination points include East Pennsboro Township, Camp Hill and Mechanicsburg, Cumberland County; Swatara Township, Harrisburg, Lower Paxton Township and Middletown, Dauphin County; Hanover, Adams County; Port Matilda, Centre County; Lewistown, Mifflin County; Lancaster, Lancaster County and Lebanon, Lebanon County.

Kim Pocock construction manager of Vanguard Cellular entered a statement in support of the application. Vanguard warehouses equipment and component parts at Hbg. Storage until needed at various service locations. Vanguard has used the services of Hbg. Storage, and by extension, the services of the applicant to transport its products from and to the warehouse and its various service locations in central Pennsylvania. Vanguard has been satisfied with applicant's service and requests that it be allowed to continue at Hbg. Storage's new Fairview Township, York County location.

Joan Sarnicola traffic manager of Refrigeration Sales Co. (RSC) submitted a statement in support of the applicant. RSC has used the warehousing services offered by Hbg Storage for many years at its Harrisburg location. During that time it also utilized the services of the applicant to transport its property to and from that warehouse. The property involved consists of refrigeration equipment and shipments are made to points in Dauphin, Lebanon and Lancaster Counties within the scope of the instant application. Transportation is required weekly and RSC asks that the applicant be granted the requested authority so it may continue to service RSC from Hbg Storage's new location in Fairview Township, York County.

Tim Donaldson an engineer in charge of Centel Cellular submitted a statement in support of the applicant. Centel has warehoused its property at Hbg Storage's Dauphin County location and used the applicant for transportation from and to this location. Centel wishes to retain the services of the applicant to transport electronic equipment to and from the new location of Hbg Storage in Fairview Township, York County. Transportation is required weekly to and from points in Cumberland, Perry, Dauphin and Lebanon Counties.

DISCUSSION AND FINDINGS

The applicant, Geo. W. Weaver & Son, Inc. (Weaver) has served the warehouse of Weaver Warehouses, Inc., t/d/b/a Harrisburg Storage Company (Hbg Storage) on South Second Street, in Harrisburg, Dauphin County for many years. Hbg Storage has moved its facilities to new and modern quarters about eight miles away in Fairview Township, York County. The applicant, therefore desires authority to serve this new location as a Class C carrier in lieu of its current authority which authorizes similar authority from Harrisburg, Dauphin County.

A review of the record shows that the applicant has the ability, equipment, experience and fitness necessary to provide the proposed service. The supporting shipper has demonstrated a need for the services of the applicant.

We find:

1. That the applicant currently operates pursuant to a common carrier certificate granted March 31, 1947.
2. That the applicant has the equipment, experience and fitness necessary to provide the proposed service.
3. That the lead authority be amended to read as granted herein.
4. That approval of the application is necessary for the accommodation and convenience of the public; THEREFORE,

IT IS ORDERED: That the application be and is hereby approved, and that the certificate issued on March 31, 1947 as amended, be further amended so that the third right contained in the report and order dated October 7, 1957, shall now read as follows:

To transport, as a Class C carrier, property, from the storage warehouse of Weaver Warehouses, Inc., t/d/b/a Harrisburg Storage Company, in the township of Fairview, York County, to other points in Pennsylvania within sixty (60) miles of the usually traveled highways of the limits of said warehouse, and vice versa.

IT IS FURTHER ORDERED: That the applicant shall not engage in any transportation granted herein until it shall have complied with the requirements of the Pennsylvania Public Utility Code and the rules and regulations of the Commission relative to the filing and acceptance of a tariff establishing just and reasonable rates.

IT IS FURTHER ORDERED: That the authority granted herein to the extent that it duplicates authority now held by or subsequently granted to the applicant, shall not be construed as conferring more than one operating right.

IT IS FURTHER ORDERED: That in the event said applicant has not, on or before sixty (60) days from the date of the service of this order, complied with the requirements hereinbefore set forth, the application shall be dismissed without further proceedings.

BY THE COMMISSION,



John G. Alford
Secretary

(SEAL)

ORDER ADOPTED: April 23, 1992

ORDER ENTERED: APR 28 1992

PENNSYLVANIA
PUBLIC UTILITY COMMISSION

Application Docket No. 69107
Folder 3

Application of GEO. W. WEAVER & SON, INC., a
corporation of the Commonwealth of Pennsylvania

ENDORSEMENT

It appearing that the holder of the certificate of public convenience issued in this proceeding requests that said certificate be amended to stand in the name of GEO. W. WEAVER & SON, INC., a corporation of the Commonwealth of Pennsylvania in lieu of ~~GEORGE W. WEAVER & SON, INC., a corporation of the Commonwealth of Pennsylvania.~~

NOW, to wit, December 14, 1964, IT IS ORDERED:
That the certificate of public convenience issued in this proceeding be and is hereby modified and amended to stand in the name of GEO. W. WEAVER & SON, INC., a corporation of the Commonwealth of Pennsylvania.

PENNSYLVANIA
PUBLIC UTILITY COMMISSION

ATTEST:

Secretary

PENNSYLVANIA
PUBLIC UTILITY COMMISSION

Application Docket No. 69107

~~Folder 3~~

Application of GEORGE W. WEAVER &
SON, INC., a corporation of the Commonwealth of
Pennsylvania

REPORT AND ORDER
APPROVING TRUCKING SERVICE

BY THE COMMISSION:

This matter being before the Pennsylvania Public
Utility Commission upon application of

GEORGE W. WEAVER & SON, INC., a corporation of the
Commonwealth of Pennsylvania, dated May 20, 1947,
to operate motor vehicles as a common carrier, and upon
protests, and having been duly heard and submitted by the
parties, and full investigation of the matters and things
involved having been had, the Commission finds and deter-
mines that approval of the application, limited to the
following rights:

To transport, as a Class D carrier, equipment
and materials for Jacobson and Company, Incor-
porated, to be used in the development and
correction of acoustics, and tile-text products
from points in the City of Harrisburg, Dauphin
County, to points of installation or between
points of installation in the Counties of Potter,
Tioga, Clinton, Lycoming, Union, Montour,
Northumberland, Snyder, Mifflin, Juniata, Perry,
Dauphin, Lebanon, Cumberland, Lancaster and York,
and the return of equipment and any unused
materials to Harrisburg;

A. 69107

Folder 3

and subject to the following conditions, is necessary or proper for the service, accommodation or convenience of the public:

FIRST: That the certificate holder is limited and restricted to the operation of the motor vehicles as named and described in the Equipment Certificate.

SECOND: That the certificate holder shall comply with all the provisions of the Public Utility Law as now existing or as may hereafter be amended, and Revised General Order No. 29, effective July 1, 1939, or as may hereafter be revised, and any other rules and regulations as may hereafter be prescribed by the Commission. Failure to comply shall be sufficient cause to suspend, revoke or rescind the rights and privileges conferred by the Certificate.

NOW, to wit, October 14, 1947, IT IS ORDERED: That upon compliance with all requirements of Section 302 of the Public Utility Law, relative to tariffs, and with the rules and regulations promulgated by the Commission, thereunder, a certificate of public convenience issue evidencing the Commission's approval of the right to operate, as above determined.

IT IS FURTHER ORDERED: That in the event said applicant has not, on or before thirty days from the date of the service of this order, complied with the requirements hereinbefore set forth, the application shall be dismissed without further proceedings.

PENNSYLVANIA
PUBLIC UTILITY COMMISSION

Chairman

ATTEST:

Acting Secretary

Commissioner Scrugg voted in the negative.

C. of P.C.
Issued
10-23-47

PENNSYLVANIA
PUBLIC UTILITY COMMISSION

Application Docket No. 69107
Folder 4

Application of GEO. W. WEAVER & SON, INC.,
a corporation of the Commonwealth of Pennsylvania

REPORT AND ORDER
APPROVING TRUCKING SERVICE

BY THE COMMISSION:

This matter being before the Pennsylvania Public Utility Commission upon application of GEO. W. WEAVER & SON, INC., a corporation of the Commonwealth of Pennsylvania, dated August 4, 1947,

to operate motor vehicles as a common carrier, and upon protests, and having been duly heard and submitted by the parties, and full investigation of the matters and things involved having been had, the Commission finds and determines that approval of the application, limited to the following rights:

To transport, as a Class D carrier, frozen or other commodities requiring refrigeration trucks in transportation from points in the City of Harrisburg, Dauphin County and within ten (10) miles by the usually traveled highways of the limits thereof to points within an air-line distance of one hundred twenty (120) miles of said city and the return of rejected and refused merchandise;

C. of P.C.
Issued
6-18-48

and subject to the following conditions; is necessary or proper for the service, accommodation or convenience of the public:

FIRST: That the certificate holder is limited and restricted to the operation of the motor vehicles as named and described in the equipment certificate.

SECOND: That the certificate holder shall comply with all the provisions of the Public Utility Law as now existing or as may hereafter be amended, and Revised General Order No. 29, effective July 1, 1939, or as may hereafter be revised, and any other rules and regulations as may hereafter be prescribed by the Commission. Failure to comply shall be sufficient cause to suspend, revoke or rescind the rights and privileges conferred by the certificate.

NOW, to wit, May 3, 1948 IT IS ORDERED: That upon compliance with all requirements of Section 302 of the Public Utility Law, relative to tariff, and with the rules and regulations promulgated by the Commission thereunder, a certificate of public convenience issue evidencing the Commission's approval of the right to operate, as above determined.

IT IS FURTHER ORDERED: That in the event said applicant has not, on or before thirty days from the date of this order, complied with the requirements hereinbefore set forth, the application shall be dismissed without further proceedings.

IT IS FURTHER ORDERED: That the application insofar as it refers to all other transportation be and is hereby refused for lack of necessity.

PENNSYLVANIA
PUBLIC UTILITY COMMISSION

ATTEST:

Chairman

~~xxxxxx~~ Acting Secretary



COMMONWEALTH OF PENNSYLVANIA
PENNSYLVANIA PUBLIC UTILITY COMMISSION
P.O. BOX 3265, HARRISBURG, PA 17105-3265

IN REPLY PLEASE
REFER TO OUR FILE

January 24, 1997

LLOYD R PERSUN
ATTORNEY AT LAW
3401 NORTH FRONT STREET
PO BOX 5950
HARRISBURG PA 17110-0950

In re: A-00113647 - Application of Geo. W. Weaver & Son, Inc., (a new corporation)

Dear Sir:

Acknowledgement is made of an application filed by you on behalf of Geo W. Weaver & Son, Inc.

The application has been captioned as attached and will be submitted for review, provided no protests are filed on or before February 18, 1997.

This application is accepted with the understanding that the transferor will continue to render the service and comply with all the rules of the Commission, including the carrying of continuous insurance, until final disposition is made of the application by the Commission.

You are further advised that the above application will be published in the Pennsylvania Bulletin of January 25, 1997.

Very truly yours,

Peter S. Marzolf, Supervisor
Application Review Section
Bureau of Transportation & Safety

PSM:lg

cc: Applicant

GEO W WEAVER & SON INC
165 LAMONT STREET
NEW CUMBERLAND PA 17070

DOCKETED
APPLICATION DOCKET

JAN 27 1997

ENTRY No. *[Signature]*

A-00113647 GEO. W. WEAVER & SON, INC. (A NEW CORPORATION)
(165 Lamont Street, New Cumberland, Cumberland County, PA 17070),
a corporation of the Commonwealth of Pennsylvania - (1) property,
excluding household goods in use, between points in Pennsylvania;
(2) household goods in use, between points in the city of
Harrisburg, Dauphin County, and within fifteen (15) miles by the
usually traveled highways of the limits of said city; and (3)
household goods in use from points in the city of Harrisburg,
Dauphin County, and within fifteen (15) miles by the usually
traveled highways of the limits of said city, to other points in
Pennsylvania, and vice versa; which is to be a transfer of all of
the rights authorized under the certificates issued at
A-00069107, Fs. 2, 3, & 4 to Geo. W. Weaver & Son, Inc. (old
corporation), subject to the same limitations and conditions.
Attorney: Lloyd R. Persun, 3401 North Front Street, P.O.
Box 5950, Harrisburg, PA 17110-0950.

PENNSYLVANIA
PUBLIC UTILITY COMMISSION

SERVICE OF NOTICE OF MOTOR CARRIER APPLICATIONS

Published in Pennsylvania Bulletin

JAN 25 1997

BUREAU OF TRANSPORTATION & SAFETY
COMMON CARRIER
JANUARY, 1997

A-00113647

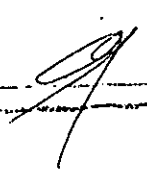
Application of Geo. W. Weaver & Son, Inc. (a new corporation), a corporation of the Commonwealth of Pennsylvania, for the right to begin to transport, as a common carrier by motor vehicle, (1) property, excluding household goods in use, between points in Pennsylvania; (2) household goods in use, between points in the city of Harrisburg, Dauphin County, and within fifteen (15) miles by the usually traveled highways of the limits of said city; and (3) household goods in use from points in the city of Harrisburg, Dauphin County, and within fifteen (15) miles by the usually traveled highways of the limits of said city, to other points in Pennsylvania, and vice versa; which is to be a transfer of all of the rights authorized under the certificates issued at A-00069107, Fs. 2, 3, & 4 to Geo. W. Weaver & Son, Inc. (old corporation), subject to the same limitations and conditions.

GET:rs
1/14/97

Application Received: 01/03/97
Application Docketed: 01/09/97

DOCKETED
APPLICATION DOCKET

JAN 27 1997

ENTRY NO. 

DOCUMENT
FOLDER

FEB 18 1997

Protests due

PENNSYLVANIA PUBLIC UTILITY COMMISSION
RECEIPT

The addressee named here has paid the PA P.U.C. for the following bill:

LLOYD R PERSUN, ESQ
3401 NORTH FRONT ST
HARRISBURG, PA 17110-0950

DATE 2/ 5/97
RECEIPT # 192765

In re: Application fees for GEO W WEAVER & SON INC
A-00113647\$350.00

REVENUE ACCOUNT: 001780-017601-102

CHECK NUMBER: 16084

CHECK AMOUNT: \$ 350.00

C. Joseph Meisinger
(for Dept. of Revenue)

JAF

000327

97 FEB -6 PM 7:52
RECEIVED
PROTHONOTARY'S OFFICE

DOCUMENT
FOLDER

DOCKETED
FEB 7 1997