

815835

Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850)205-0380

From: Account Name : CORPDIRECT AGENTS, INC.
Account Number : 110450000711
Phone : (850)222-1173
Fax Number : (850)224-1640

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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000438.68915

REGISTERED AGENT CHANGE

ABX LOGISTICS (USA) INC.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
| Certified Copy | 0 |
| Page Count | 02 |
| Estimated Charge | \$35.00 |

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DIVISION OF CORPORATIONS

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STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, this statement of change is submitted for a corporation organized under the laws of the State of New York in order to change its registered office or registered agent, or both, in the State of Florida.

- 1. The name of the corporation: ABX Logistics (USA) Inc.
- 2. The principal office address: 8200 Roberts Drive, Suite 200 Atlanta GA 30350
- 3. The mailing address (if different): _____
- 4. Date of incorporation/qualification: 12/11/1961 Document number: 815835
- 5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

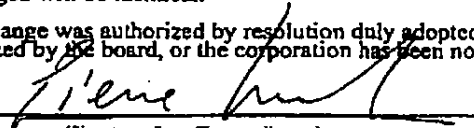
Christiana Fuentes -
8501 NW 17th Street, Suite 120
Miami FL 33126

- 6. The name and street address of the new registered agent (if changed) and /or registered office (if changed):
- National Corporate Research, Ltd., Inc.
515 East Park Avenue
(P.O. Box NOT acceptable)
Tallahassee Florida 32301

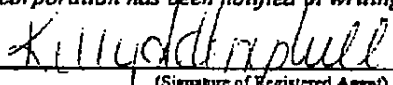
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The street address of its registered office and the street address of the business office of its registered agent, as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board, or the corporation has been notified in writing of the change.

 Pierre Sorel, CFO
(Signature of an officer or director) (Printed or typed name and title)

I hereby accept the appointment as registered agent and agree to act in this capacity, I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.

 5/22/07
(Signature of Registered Agent) (Date)

If signing on behalf of an entity:
Kelly A. Hemphill o/b/o National Corporate Research, Ltd.
(Typed or Printed Name)

*** FILING FEE: \$35.00 ***
 MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE
 MAIL TO: DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314
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