


**FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00**

**FILED**  
**May 04, 1999 8:00 am**  
**Secretary of State**

05-04-1999 90073 019 \*\*\*150.00

|  |   |  |
|--|---|--|
| PROFIT CORPORATION<br>ANNUAL REPORT<br><b>1999</b> |  | FLORIDA DEPARTMENT OF STATE<br><b>Katherine Harris</b><br>Secretary of State<br>DIVISION OF CORPORATIONS |
|--|---|--|

**DOCUMENT # 821601**

1. Corporation Name  
**UPS THRIFT PLAN CORPORATION**

|   |   |
|---|---|
| Principal Place of Business<br>55 GLENLAKE PARKWAY NE<br>ATLANTA GA 30328<br>US | Mailing Address<br>55 GLENLAKE PARKWAY NE<br>ATLANTA GA 30328<br>US |
|---|---|



DO NOT WRITE IN THIS SPACE

|                                      |                           |
|--------------------------------------|---------------------------|
| 2. Principal Place of Business<br>21 | 2a. Mailing Address<br>26 |
| Suite, Apt. #, etc.<br>22            | Suite, Apt. #, etc.<br>27 |
| City & State<br>23                   | City & State<br>28        |
| Zip Country<br>24 25                 | Zip Country<br>29 30      |

|   |   |
|---|---|
| 3. Date Incorporated or Qualified<br><b>06/28/1968</b>                          | Applied For<br>Not Applicable                                       |
| 4. FEI Number<br><b>13-6163091</b>  |   |
| 5. Certificate of Status Desired <input type="checkbox"/>                       | <b>\$8.75</b> Additional Fee Required                               |
| 6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> | <b>\$5.00</b> May Be Added to Fees                                  |
| 8. This corporation owes the current year Intangible Personal Property Tax.     | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |

9. Name and Address of Current Registered Agent

**CT CORPORATION SYSTEM**  
**1200 S. PINE ISLAND ROAD**  
**PLANTATION FL 33324**

10. Name and Address of New Registered Agent

81 Name  
 82 Street Address (P.O. Box Number is Not Acceptable)  
 83  
 84 City **FL** 85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE \_\_\_\_\_ (NOTE: Registered Agent signature required when reinstating) DATE \_\_\_\_\_

12. OFFICERS AND DIRECTORS

|                |                     |                                 |
|----------------|---------------------|---------------------------------|
| TITLE          | AT                  | <input type="checkbox"/> DELETE |
| NAME           | AGRESTA, MAURICE M  |                                 |
| STREET ADDRESS | 55 NE GLENLAKE PKWY |                                 |
| CITY-ST-ZIP    | ATLANTA GA          |                                 |
| TITLE          | S                   | <input type="checkbox"/> DELETE |
| NAME           | MODEROW, JOSEPH R.  |                                 |
| STREET ADDRESS | 55 NE GLENLAKE PKWY |                                 |
| CITY-ST-ZIP    | ATLANTA GA          |                                 |
| TITLE          | V                   | <input type="checkbox"/> DELETE |
| NAME           | CLANIN, ROBERT J    |                                 |
| STREET ADDRESS | 55 NE GLENLAKE PKWY |                                 |
| CITY-ST-ZIP    | ATLANTA GA          |                                 |
| TITLE          | PD                  | <input type="checkbox"/> DELETE |
| NAME           | KELLY, JAMES P.     |                                 |
| STREET ADDRESS | 55 NE GLENLAKE PKWY |                                 |
| CITY-ST-ZIP    | ATLANTA GA          |                                 |
| TITLE          | VAS                 | <input type="checkbox"/> DELETE |
| NAME           | TEETZ, MELVIN       |                                 |
| STREET ADDRESS | 55 NE GLENLAKE PKWY |                                 |
| CITY-ST-ZIP    | ATLANTA GA          |                                 |
| TITLE          |                     | <input type="checkbox"/> DELETE |
| NAME           |                     |                                 |
| STREET ADDRESS |                     |                                 |
| CITY-ST-ZIP    |                     |                                 |

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

|                    |   |
|--------------------|---|
| 1.1 TITLE          | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 1.2 NAME           |   |
| 1.3 STREET ADDRESS |   |
| 1.4 CITY-ST-ZIP    |   |
| 2.1 TITLE          | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 2.2 NAME           |   |
| 2.3 STREET ADDRESS |   |
| 2.4 CITY-ST-ZIP    |   |
| 3.1 TITLE          | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 3.2 NAME           |   |
| 3.3 STREET ADDRESS |   |
| 3.4 CITY-ST-ZIP    |   |
| 4.1 TITLE          | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 4.2 NAME           |   |
| 4.3 STREET ADDRESS |   |
| 4.4 CITY-ST-ZIP    |   |
| 5.1 TITLE          | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 5.2 NAME           |   |
| 5.3 STREET ADDRESS |   |
| 5.4 CITY-ST-ZIP    |   |
| 6.1 TITLE          | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 6.2 NAME           |   |
| 6.3 STREET ADDRESS |   |
| 6.4 CITY-ST-ZIP    |   |

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or in an attachment with my address, with all other like empowered.

SIGNATURE: *[Signature]* MAURICE M. AGRESTA 4/19/99 (404)828-6093 Date Daytime Phone #

CR2E034 (1/98)