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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

CORPORATION ANNUAL REPORT 1995		FLORIDA DEPARTMENT OF STATE Sandra B. Mortman Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 829993 (5)

1. Corporation Name
FEDERAL EXPRESS CORPORATION

Principal Place of Business 2005 CORPORATE AVE. MEMPHIS TN 38132	Mailing Address 2005 CORPORATE AVE. MEMPHIS TN 38132
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DO NOT WRITE IN THIS SPACE.

2. Principal Place of Business 21	2a. Mailing Address 26 1980 Nonconnah Blvd.	3. Date Incorporated or Qualified 04/26/1973	3a. Date of Last Report 04/27/1994
Suite, Apt. #, etc. 22	Suite, Apt. #, etc. 27 Attn.: Scott Hansen	4. FEI Number 71-0427007	Applied For Not Applicable
City & State 23	City & State 28 Memphis, TN	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
Zip 24	County 25	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
Zip 29 38132	County 30 USA	b. This corporation has liability for intangible tax under S. 199.032, Florida Statutes <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

9. Name and Address of Current Registered Agent C T CORPORATION SYSTEM 1200 SOUTH 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 _____ DATE _____
Signature, typed or printed name of registered agent and title if applicable. NOTE: Registered Agent signature required when registering.

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE PD	SEE ATTACHED LIST.	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME SMITH, FREDERICK W.		1.2 NAME	
STREET ADDRESS 2005 CORPORATE AVE.		1.3 STREET ADDRESS	
CITY - ST - ZIP MEMPHIS TN 38132		1.4 CITY - ST - ZIP	
TITLE D		2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME BRYAN, ANTHONY JA		2.2 NAME	
STREET ADDRESS 82 WATCH HILL ROAD		2.3 STREET ADDRESS	
CITY - ST - ZIP WESTERLY RI 02891		2.4 CITY - ST - ZIP	
TITLE V		3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME RAZZOUK, WILLIAM J.		3.2 NAME	
STREET ADDRESS 2005 CORPORATE AVENUE		3.3 STREET ADDRESS	
CITY - ST - ZIP MEMPHIS TN 38132		3.4 CITY - ST - ZIP	
TITLE D		4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME ALLEN, ROBERT H		4.2 NAME	
STREET ADDRESS 1200 SMITH STREET		4.3 STREET ADDRESS	
CITY - ST - ZIP HOUSTON TX 77002		4.4 CITY - ST - ZIP	
TITLE AS		5.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME HANSEN, SCOTT E.		5.2 NAME	
STREET ADDRESS 2005 CORPORATE AVENUE		5.3 STREET ADDRESS 1980 Nonconnah Blvd.	
CITY - ST - ZIP MEMPHIS TN 38132		5.4 CITY - ST - ZIP Memphis, TN 38132	
TITLE V		6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME PERKINS, JAMES A.		6.2 NAME	
STREET ADDRESS 2005 CORPORATE AVENUE		6.3 STREET ADDRESS	
CITY - ST - ZIP MEMPHIS TN 38132		6.4 CITY - ST - ZIP	

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 110.07(3)(k), 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 on an attachment with an address.

SIGNATURE: Scott E. Hansen April 19, 1995 901-395-3382
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR (Date) (Deputy Name)
Scott E. Hansen, Assistant Secretary

829003

DIRECTORS

Frederick W. Smith
Chairman of the Board

Federal Express Corporation
2005 Corporate Avenue, Memphis, TN 38132

Robert H. Allen

1200 Smith Street, Houston, TX 77002

Senator Howard H. Baker, Jr.

Baker, Donelson, Bearman & Caldwell
3 Court Square, Huntsville, TN 37756

Anthony J. A. Bryan

62 Watch Hill Road, Westerly, RI 02891

Robert L. Cox

Waring Cox
50 North Front Street, Memphis, TN 38103

Ralph D. DeNunzio

Harbor Point Associates, Inc.
375 Park Avenue, Suite 2602, New York, NY 10152

Judith L. Estrin

101 1st Street, Suite 508
Los Altos, CA 94022

Philip Greer

Weiss, Peck & Greer Investments
One New York Plaza, New York, NY 10004

J. R. Hyde, III

AutoZone, Inc.
3030 Poplar Avenue, Memphis, TN 38111

Charles T. Manatt

Manatt, Phelps & Phillips
1501 M Street N.W., Washington, D. C. 20005

Senator George J. Mitchell

Verner, Liipfert, Bernhard, McPherson & Hand
901 15th Street, N.W., Suite 700, Washington, D. C. 20005-2301

Jackson W. Smart, Jr.

MSP Communications, Inc.
One Northfield Plaza, Northfield, IL 60093

Dr. Joshua I. Smith

The MAXIMA Corporation
4200 Parliament Place, Lanham, MD 20706

Peter S. Willmott

Willmott Services, Inc.
919 N. Michigan Avenue, Chicago, IL 60611

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<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Frederick W. Smith	Chairman, President and Chief Executive Officer	2005 Corporate Avenue Memphis, TN 38132
William J. Razzouk	Executive Vice President - Worldwide Customer Operations	2005 Corporate Avenue Memphis, TN 38132
David J. Bronczek	Senior Vice President - Europe, Africa and Mediterranean	1820 Melsbroek Brussels, Belgium
T. Michael Glenn	Senior Vice President - Marketing, Corporate Communications and Customer Service	2005 Corporate Avenue Memphis, TN 38132
Alan B. Graf, Jr.	Senior Vice President and Chief Financial Officer	2005 Corporate Avenue Memphis, TN 38132
Dennis H. Jones	Senior Vice President - Information and Telecommunications Systems and Chief Information Officer	2005 Corporate Avenue Memphis, TN 38132
Kenneth R. Masterson	Senior Vice President and General Counsel	1980 Nonconnah Boulevard Memphis, TN 38132
Joseph C. McCarty, III	Senior Vice President - Asia, Pacific and Middle East	2005 Corporate Avenue Memphis, TN 38132
James A. McKinney	Senior Vice President and President/FedEx Logistics Services	2005 Corporate Avenue Memphis, TN 38132
Gilbert D. Mook	Senior Vice President - Central Support Services	2005 Corporate Avenue Memphis, TN 38132
James A. Perkins	Senior Vice President and Chief Personnel Officer	2005 Corporate Avenue Memphis, TN 38132
David F. Rebholz	Senior Vice President - Global Sales and Trade Services	2005 Corporate Avenue Memphis, TN 38132

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<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Tracy G. Schmidt	Senior Vice President - AGT&T	2005 Corporate Avenue Memphis, TN 38132
Mary A. Taylor	Senior Vice President - Americas and Caribbean	2005 Corporate Avenue Memphis, TN 38132
Theodore L. Weise	Senior Vice President - Air Operations	2005 Corporate Avenue Memphis, TN 38132
Carl W. Asmus	Vice President - Sales Planning and Support	2955 Republican Drive Memphis, TN 38118
Donald O. Barber	Vice President - Aircraft Maintenance	3101 Tehulahoma Memphis, TN 38118
David E. Becker	Vice President/General Manager - AGT&T - South and Central	2005 Corporate Avenue Memphis, TN 38132
Charles M. Buchas, Jr.	Vice President and Treasurer	2007 Corporate Avenue Memphis, TN 38132
Robert B. Carter	Vice President - Corporate Systems Development	2831 Airways Boulevard Memphis, TN 38132
George E. Clark	Vice President - Corporate Financial Planning and Control	2007 Corporate Avenue Memphis, TN 38132
Karen M. Clayborne	Vice President - Legal Services, Americas and Caribbean	1980 Nonconnah Boulevard Memphis, TN 38132
A. Doyle Cloud, Jr.	Vice President - Regulatory and Government Affairs	1980 Nonconnah Boulevard Memphis, TN 38132
Michael P. Coffman	Vice President and General Manager - AGT&T West	7401 World Way West Los Angeles, CA 90045
David L. Cunningham, Jr.	Vice President - Finance - Asia, Pacific and Middle East	Two Pacific Place 88 Queensway, Hong Kong
Harry M. Dalton	Vice President - Planning and Administration - Asia, Pacific and Middle East	Two Pacific Place 88 Queensway, Hong Kong

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<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Michael L. Ducker	Vice President - South Pacific Region	300 Beach Road Singapore 0719
Robert W. Elliott	Vice President - Sales - Europe, Africa and Mediterranean	1820 Melsbroek Brussels, Belgium
Leonard B. Feiler	Vice President - Global Operations Planning and Control	2813 Business Park Drive Memphis, TN 38118
Vincent S. Fifer	Vice President - Finance - Europe, Africa and Mediterranean	1820 Melsbroek Brussels, Belgium
William G. Fraine	Vice President - Sales - Americas and Caribbean	2955 Republican Drive Memphis, TN 38118
Antony Francis	Vice President - FedEx Logistics Services - Europe	125 Avenue Louis Roche Gennevilliers, France
Richard F. Gerber	Vice President - Legal - Europe, Africa and Mediterranean	1930 Zaventem Brussels, Belgium
Lynn Gorman	Vice President - Vehicle Maintenance	2655 Dividend Drive Memphis, TN 38132
Clifford J. Hardt	Vice President - Business Development Planning and Administration - AGT&T	2005 Corporate Avenue Memphis, TN 38132
George W. Hearn	Vice President, Law - Corporate and Business Transactions	1980 Nonconah Boulevard Memphis, TN 38132
Cynthia L. Henson	Vice President - Customer Service	3796 Lamar Avenue Memphis, TN 38118
Robert L. Hernandez	Vice President - Latin American Operations	8240 N.W. 52nd Terrace Miami, FL 33166
James S. Hudson	Vice President and Controller/Worldwide	2007 Corporate Avenue Memphis, TN 38132
Kevin M. Humphries	Vice President - Line Haul Systems	2864 Business Park Drive Memphis, TN 38118

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<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Edith Kelly-Green	Vice President - Purchasing and Supply	3101 Tchulahoma Memphis, TN 38118
F. D. Kenny	Vice President - Personnel Services - Asia, Pacific and Middle East	Two Pacific Place 88 Queensway Hong Kong
Charles M. Kirk	Vice President - Systems Development - CSS	5550 Tech Center Drive Colorado Springs, CO 80919
Gerald P. Leary	Vice President - Worldwide Ground Operations Planning and Support	2710 Nonconnah Boulevard Memphis, TN 38132
William J. Logue	Vice President - National Hub Operations - South/Night	2903 Sprankel Drive Memphis, TN 38118
Charles B. Malone	Vice President - Sales - Asia, Pacific and Middle East	Two Pacific Place 88 Queensway Hong Kong
Douglas J. McKenna	Vice President and General Manager - AGT&T - Northeastern Region	21 Crossway East Bohemia, NY 11716
Larry W. McMahan	Vice President - Personnel - Europe, Africa and Mediterranean	1820 Melsbroek Brussels, Belgium
Robert A. Miller	Vice President - Marketing - Americas and Caribbean	2003 Corporate Avenue Memphis, TN 38132
Thomas W. O'Hearn	Vice President - Northern Europe Operations	35/37 Amersham Hill High Wycombe Bucks, England HP13 6NU
Robert A. Palmer	Vice President - Field Sort Operations - East	6311 Air Way Drive Indianapolis, IN 46241
James R. Parker	Vice President - Fleet Development and Acquisitions	2005 Corporate Avenue Memphis, TN 38132
Michael K. Pigors	Vice President - Regional Operations - Western Region	8950 Cal Center Drive Sacramento, CA 95826

829995

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Roger A. Podwoski	Vice President/General Manger - FedEx Logistics Services Operations and Customer Service	3796 Lamar Avenue Memphis, TN 38118
Robert J. Pope	Vice President - Legal - Asia, Pacific and Middle East	Two Pacific Place 88 Queensway Hong Kong
Steven E. Priddy	Vice President - Personnel Administration	2600 Thousand Oaks Boulevard Memphis, TN 38118
Robert D. Ragsdale	Vice President - Northern Pacific Region	Sanno Grand Building 2-14-2 Nagata-Cho Chiyoda-Ku, Tokyo 100, Japan
Alan E. Rankine, Jr.	Vice President - Human Resources and Personnel Services - Canada and Latin American Region	3035 Directors Row Memphis, TN 38131
Marie-Pierre Rogers	Vice President - International Operations - France	95711 Roissy Charles de Gaulle, France
Richard D. Schneider	Vice President - Regional Operations - Central Region	1100 Lake-Cook Road Buffalo Grove, IL 60089
William J. Schoeffield	Vice President - Regional Operations - Eastern Region	1 Century Drive Parsippany, NJ 07054
Clive A. Seal	Vice President - Flight Operations	2861 Sprankel Drive Memphis, TN 38118
Glenn D. Sessoms	Vice President - Retail Marketing and Operations	2856 Directors Row Memphis, TN 38131
David B. Shoenfeld	Vice President - Marketing and Communications - Europe, Africa and Mediterranean	1820 Melsbroek Brussels, Belgium
Mark A. Skoda	Vice President - FedEx Logistics Services - Asia and Pacific	3796 Lamar Avenue Memphis, TN 38118

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<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Jon W. Slangerup	Vice President - Canadian Operations	50 Burnamthorpe Road West Mississauga, Ontario, Canada L5B 3C2
David W. Slipper	Vice President - Support Services	1820 Melsbroek Brussels, Belgium
Graham R. Smith	Vice President - Properties and Facilities	2003 Corporate Avenue Memphis, TN 38132
Cynthia H. Spangler	Vice President - Corporate Headquarters Systems	3865 Airways Boulevard Memphis, TN 38116
Winn R. Stephenson	Vice President - Telecommunications Systems	2828 Business Park Drive Memphis, TN 38118
Dianne M. Stokely	Vice President - Regional Operations - Southern Region	1790 Kirby Parkway Memphis, TN 38138
Charles W. Thomson	Vice President - Personnel Services - United States	2600 Thousand Oaks Boulevard Memphis, TN 38118
Laurie A. Tucker	Vice President - Customer Automation and Invoicing	3053 Airways Boulevard Memphis, TN 38116
John M. Turner	Vice President - Global Account Sales	2955 Republican Drive Memphis, TN 38116
James E. Webb	Vice President - Marketing Planning and Analysis	2003 Corporate Avenue Memphis, TN 38132
James J. Wheeler	Vice President - Global Trade Services	2600 Thousand Oaks Boulevard Memphis, TN 38118
Edwin A. White	Vice President - Computer Operations	3955 Airways Boulevard Memphis, TN 38116
Ronald D. Wickens	Vice President - Engineering and AOD Support	3101 Tchulahoma Road Memphis, TN 38118
Kenneth L. Willoughby	Vice President - National Hub Operations - South/Day	2903 Sprankel Drive Memphis, TN 38118
Peter P. Yin	Vice President - Marketing and Communications - Asia, Pacific and Middle East	Two Pacific Place 88 Queensway Hong Kong

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Name	Title	Business Address
Kenneth R. Masterson	Secretary	1980 Nonconnah Boulevard Memphis, TN 38132
Mark R. Allen	Assistant Secretary	50 Burnhamthorpe Road West Mississauga, Ontario L5B 3C2 Canada
A. Doyle Cloud, Jr.	Assistant Secretary	1980 Nonconnah Boulevard Memphis, TN 38132
Richard F. Gerber	Assistant Secretary	1930 Zaventem Brussels, Belgium
Scott E. Hansen	Assistant Secretary	1980 Nonconnah Boulevard Memphis, TN 38132
George W. Hearn	Assistant Secretary	1980 Nonconnah Boulevard Memphis, TN 38132
Robert D. Henning	Assistant Secretary	2007 Corporate Avenue Memphis, TN 38132
Charles E. Kennedy	Assistant Secretary	8240 N.W. 52nd Terrace Miami, FL 33166
Joseph C. McCarty, III	Assistant Secretary	2005 Corporate Avenue Memphis, TN 38132
George L. Miller	Assistant Secretary	Sanno Grand Building 2-14-2, Negata-Cho Chiyoda-Ku, Tokyo 100, Japan
Sybille S. Noble	Assistant Secretary	1980 Nonconnah Boulevard Memphis, TN 38132
Robert J. Pope	Assistant Secretary	Two Pacific Place 88 Queensway, Hong Kong
Christine P. Richards	Assistant Secretary	1980 Nonconnah Boulevard Memphis, TN 38132
Charles M. Buchas, Jr.	Treasurer	2007 Corporate Avenue Memphis, TN 38132

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Name	Title	Business Address
John W. Bell	Assistant Treasurer	2185 Democrat Road Memphis, TN 38132
Robert D. Henning	Assistant Treasurer	2007 Corporate Avenue Memphis, TN 38132
Burnetta B. Williams	Assistant Treasurer	2007 Corporate Avenue Memphis, TN 38132
Michael W. Hillard	Assistant Controller	2007 Corporate Avenue Memphis, TN 38132

Revision Date: 03/01/95