2004 FOR PROFIT CORPORATION ANNUAL REPORT

Jan 28, 2004 8:00 am Secretary of State 01-28-2004 90010 012 ***150.00 **DOCUMENT # F00000001296** 1. Entity Name UPS AUTOGISTICS, INC. **340000688** Principal Place of Business Mailing Address 55 GLENLAKE PARKWAY, NE 55 GLENLAKE PARKWAY, NE ATLANTA, GA 30028 ATLANTA, GA 30028 01162004 No Chg-P CR2E034 (10/03) DO NOT WRITE IN THIS SPACE 4. FEI Number Applied For 58-2513265 Not Applicable \$8.75 Additional 5. Certificate of Status Desired Fee Required 6. Name and Address of Current Registered Agent C T CORPORATION SYSTEM DO NOT WRITE 1200 SOUTH PINE ISLAND ROAD PLANTATION, FL 33324 IN THIS SPACE 8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent. Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating) 9. Election Campaign Financing. \$5.00 May Be FILE NOW!!! FEE IS \$150.00 After May 1, 2004 Fee will be \$550.00 Trust Fund Contribution. Added to Fees OFFICERS AND DIRECTORS 10. TITI F ESKEW, MICHAEL L NAME · (,) STREET ADDRESS 55 GLENLAKE PARKWAY, NE ATLANTA, GA 30028 CITY-ST-ZIP TITLE COOV NAME THOMSPSON, JAMES P STREET ADDRESS 55 GLENLAKE PARKWAY, NE ATLANTA, GA 30028 CITY-ST-ZIP TITLE FLOWERS, DANIEL NAME STREET ADDRESS 990 HAMMOND DRIVE DO NOT WRITE CITY-ST-ZIP ATLANTA, GA 30028 TITLE IN THIS SPACE BARTS, DENNIS C NAME 990 HAMMOND DRIVE STREET ADDRESS CITY-ST-ZIP ATLANTA, GA 30028 TITLE :8 NAME STREET ADDRESS CITY-ST-ZIP TITLE NAME

12. 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 report or supplemental 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 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE:

STREET ADDRESS CITY-ST-7IP

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

1-21-04

FILED