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Document Number Only

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
850-222-1092

DATE: 5/22²³

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*****70.00 *****70.00

Corporation(s) Name

FedEx Corporate Services, Inc.

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| <input type="checkbox"/> Nonprofit | | |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> LLC | <input type="checkbox"/> Withdrawal | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> UBR | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> Ch. RA |
| <input type="checkbox"/> UCC () 1 or () 3 | | |

***Special Instructions**

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| <input checked="" type="checkbox"/> Walk in | <input checked="" type="checkbox"/> Pick-up | <input type="checkbox"/> Will Wait |
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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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Jeffrey Butterfield

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Thank You!

BK 5/23

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DIVISION OF CORPORATIONS
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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. FedEx Corporate Services, Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION", or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware (State or country under the law of which it is incorporated) 3. 62-1808017 (FEI number, if applicable)

4. February 4, 2000 (Date of incorporation) 5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")

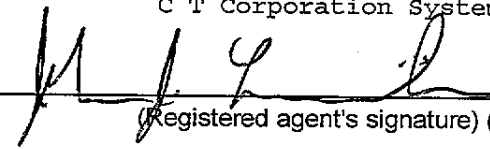
6. upon Qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))

7. 942 South Shady Grove Road, Memphis, Tennessee 38120
(Current mailing address)

8. Sales, marketing and computer services
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:
Name: C T Corporation System
Office Address: c/o C T Corporation System, 1200 South Pine Island Road
Plantation, Florida, 33324
(Zip Code)

10. Registered agent acceptance:
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application. 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.

C T Corporation System

(Registered agent's signature) (Officer)
John J. Linnihan, Asst. VP
(Type Name and Title of Officer)

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11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: T. Michael Glenn

Address: 942 South Shady Grove Road
Memphis, Tennessee 38120

Vice Chairman: _____

Address: _____

Director: see attached list of directors

Address: _____

Director: _____

Address: _____

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B. OFFICERS

President: see attached list of officers

Address: _____

Vice President: _____

Address: _____

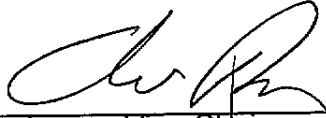
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.  _____
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Andrew M. Paalborg, Secretary _____
(Typed or printed name and capacity of person signing application)

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Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Directors of
FedEx Corporate Services, Inc.**

1. Frederick W. Smith
942 South Shady Grove Road
Memphis, Tennessee 38120
2. Dennis H. Jones
942 South Shady Grove Road
Memphis, Tennessee 38120
3. T. Michael Glenn
942 South Shady Grove Road
Memphis, Tennessee 38120
4. Alan B. Graf, Jr.
942 South Shady Grove Road
Memphis, Tennessee 38120
5. Kenneth R. Masterson
942 South Shady Grove Road
Memphis, Tennessee 38120
6. David J. Bronczek
2005 Corporate Avenue
Memphis, Tennessee 38132
7. Daniel L. Sullivan
1000 RPS Drive
Coraopolis, Pennsylvania 15108
8. Joseph C. McCarty
6075 Poplar Avenue
Memphis, Tennessee 38119

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Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Officers of
FedEx Corporate Services, Inc.**

1. Dennis H. Jones, Executive Vice President & CIO
942 South Shady Grove Road
Memphis, Tennessee 38120
2. T. Michael Glenn, Chairman of the Board, President & CEO
942 South Shady Grove Road
Memphis, Tennessee 38120
3. David B. Edmonds, Sr. Vice President-Worldwide Account Services
942 South Shady Grove Road
Memphis, Tennessee 38120
4. Michael D. Fryt, Assistant Treasurer
942 South Shady Grove Road
Memphis, Tennessee 38120
5. Robert L. Brown, Assistant Treasurer
942 South Shady Grove Road
Memphis, Tennessee 38120
6. Robert T. Molinet, Assistant Secretary
942 South Shady Grove Road
Memphis, Tennessee 38120
7. C. Edward Klank III, Assistant Secretary
942 South Shady Grove Road
Memphis, Tennessee 38120
8. George W. Hearn, Assistant Secretary
942 South Shady Grove Road
Memphis, Tennessee 38120
9. Andrew M. Paalborg, Secretary
942 South Shady Grove Road
Memphis, Tennessee 38120
10. Michael J. Moriarty, Vice President - Corporate Accounts
1000 RPS Drive
Coraopolis, Pennsylvania 15108
11. Abe L. Perucca, Vice President - Inside Sales
1000 RPS Drive
Coraopolis, Pennsylvania 15108
12. David A. Russell, Vice President - Field Sales - Central
942 South Shady Grove Road

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Appendix to Application by Fgn. Corp. for Authorization to Transact Business in Flori

Memphis, Tennessee 38120

13. Glenda J. Corwin, Vice President - Worldwide Account Services
8215 108th Terrace
Overland Park, Kansas 66210
14. Daniel J. Mullally, Sr. Vice President - Sales
2005 Corporate Avenue
Memphis, Tennessee 38132
15. Edward S. DiSalvo, Sr. Vice President - Corporate Accounts
1000 RPS Drive
Coraopolis, Pennsylvania 15108
16. James E. Webb, Sr. Vice President-Strategic Mkt Plann. & Analysis
942 South Shady Grove Road
Memphis, Tennessee 38120
17. Laurie A. Tucker, Sr. Vice President - EC and Automation Marketing
30 FedEx Parkway
Collierville, Tennessee 38017
18. Robert B. Carter, Sr. Vice President/CTO Customer & Revenue Systems
942 South Shady Grove Road
Memphis, Tennessee 38120
19. Larry R. Tieman, Sr. Vice President-Cust. Ent. Resource Solutions
80 FedEx Parkway
Collierville, Tennessee 38017
20. Winn R. Stephenson, Sr. Vice President - Technology Systems
942 South Shady Grove Road
Memphis, Tennessee 38120
21. David G. Zanca, Vice President - IT Planning
40 FedEx Parkway
Collierville, Tennessee 38017
22. David L. Kevern, Vice President - Worldwide Account Services
942 South Shady Grove Road
Memphis, Tennessee 38120
23. Jerry C. Beyl, Vice President - Worldwide Account Services
942 South Shady Grove Road
Memphis, Tennessee 38120
24. George C. Zettler, Vice President - Freight & International Sales
2005 Corporate Avenue
Memphis, Tennessee 38132
25. Randy T. Pepper, Vice President - Pricing & Forecasting
2003 Corporate Avenue
Memphis, Tennessee 38132

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Appendix to Application by Fgn. Corp. for Authorization to Transact Business in Flori

26. James R. Lyski, Vice President - US Marketing
2003 Corporate Avenue
Memphis, Tennessee 38132
27. Henry J. Maier, Vice President - Customer Automation Marketing
1000 RPS Drive
Coraopolis, Pennsylvania 15108
28. Carl W. Asmus, Vice President - Product Marketing
2005 Corporate Avenue
Memphis, Tennessee 38132
29. Christine P. Richards, Vice Pres-Cust. & Business Trans and Asst
Sec.
942 South Shady Grove Road
Memphis, Tennessee 38120
30. William J. Cahill, Vice President - Personnel
942 South Shady Grove Road
Memphis, Tennessee 38120
31. Sharanjit Singh, Vice President - Pricing
942 South Shady Grove Road
Memphis, Tennessee 38120
32. David J. Roussain, Electronic Commerce Marketing
30 FedEx Parkway
Collierville, Tennessee 38017
33. Denise D. Wood, Vice President - Customer Systems
10 FedEx Parkway
Collierville, Tennessee 38017
34. J.P. Sarkis, Vice President - Worldwide Revenue Systems
1900 Summit Tower Boulevard
Orlando, Florida 32818
35. Cynthia H. Spangler, Vice President - Business Integration Testing
40 FedEx Parkway
Collierville, Tennessee 38017
36. Dorothy E. Berry, Vice President - Customer Integrated Technologies
20 FedEx Parkway
Collierville, Tennessee 38017
37. Mark D. Dickens, Vice President - Customer Automation
10 FedEx Parkway
Collierville, Tennessee 38017
38. Keith A. McGarr, Vice President - Technology Engineering
70 FedEx Parkway
Collierville, Tennessee 38017
39. Marlin L. Beard, Vice President - Technology Operations

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Appendix to Application by Fgn. Corp. for Authorization to Transact Business in Flori

- 70 FedEx Parkway
Collierville, Tennessee 38017
40. Richard C. Cocuzzo, Vice President - Field Sales - West
2601 Main Street
Irvine, California 92614
41. Lori R. Dilonardo, Vice President - Field Sales - East
1 Penn Plaza, 26th Floor
New York, New York 10119
42. Donald C. Brown, Vice President-Financial Planning & Administration
20 FedEx Parkway
Collierville, Tennessee 38017
43. Sherry A. Aaholm, Senior Vice President - Logistics IT
6075 Poplar Ave, Suite 300
Memphis, Tennessee 38119
44. Kevin M. Humphries, Senior Vice President - Express IT
40 FedEx Parkway
Collierville, Tennessee 38017
45. Jimmy G. Burk, Vice President - Linehaul Systems
2955 Republican
Memphis, Tennessee 38118
46. Susan L. Matthews, Vice President - Shipment Management Systems
90 FedEx Parkway
Collierville, Tennessee 38017
47. Rebecca McClendon, Vice President - Information Technology
942 South Shady Grove Road
Memphis, Tennessee 38120
48. Buck D. McGugan, Vice President - Corporate Accounts
1100 Lake-Cook Road, 4th Floor
Buffalo Grove, Illinois 60089
49. Scot A. Struminger, Vice President - Corporate Headquarters Systems
60 FedEx Parkway
Collierville, Tennessee 38017
50. Brian D. Philips, Vice President - Marketing
2003 Corporate Plaza
Memphis, Tennessee 38132

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FLORIDA

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FEDEX CORPORATE SERVICES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTEENTH DAY OF MAY, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 23 AM 9:51



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0438449

DATE: 05-15-00