

2003 FOR PROFIT CORPORATION UNIFORM BUSINESS REPORT (UBR)


FILED
Apr 22, 2003 8:00 am
Secretary of State

04-22-2003 90108 001 ***300.00

DATE TIME

DOCUMENT # P21439

1. Entity Name
ABX AIR, INC.



Principal Place of Business
**145 HUNTER DR
WILMINGTON OH 45177**

Mailing Address
**P.O. BOX 662 ATTN : TAX
SEATTLE WA 98111-0662**



2. Principal Place of Business		3. Mailing Address	
Suite, Apt. #, etc.		Suite, Apt. #, etc.	
City & State		City & State	
Zip	Country	Zip	Country

CHECK HERE IF MAKING CHANGES

4. FEI Number 91-1091619		Applied For
		Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>		\$8.75 Additional Fee Required
6. Name and Address of Current Registered Agent		7. Name and Address of New Registered Agent
THE PRENTICE-HALL CORPORATION SYSTEM, INC. 1201 HAYS STREET SUITE 105 TALLAHASSEE FL 32301		Name
		Street Address (P.O. Box Number is Not Acceptable)
		City
		FL Zip Code

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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

FILE NOW!!! FEE IS \$150.00
After May 1, 2003 Fee will be \$550.00
Make Check Payable to Florida Department of State

9. Election Campaign Financing Trust Fund Contribution. **\$5.00** May Be Added to Fees

10. OFFICERS AND DIRECTORS		11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11	
TITLE	V <input type="checkbox"/> Delete	TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	POYNTER, THOMAS	NAME	
STREET ADDRESS	145 HUNTER DRIVE	STREET ADDRESS	
CITY-ST-ZIP	WILMINGTON OH 45177	CITY-ST-ZIP	
TITLE	C <input type="checkbox"/> Delete	TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MCCLAIN, ANDREA D.	NAME	
STREET ADDRESS	145 HUNTER DRIVE	STREET ADDRESS	
CITY-ST-ZIP	WILMINGTON OH	CITY-ST-ZIP	
TITLE	P <input type="checkbox"/> Delete	TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	HETE, JOE	NAME	
STREET ADDRESS	145 HUNTER DRIVE	STREET ADDRESS	
CITY-ST-ZIP	WILMINGTON OH	CITY-ST-ZIP	
TITLE	V <input type="checkbox"/> Delete	TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SCHERZ, TERRY	NAME	
STREET ADDRESS	145 HUNTER DRIVE	STREET ADDRESS	
CITY-ST-ZIP	WILMINGTON OH	CITY-ST-ZIP	
TITLE	V <input type="checkbox"/> Delete	TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MORGENFELD, ROBERT	NAME	
STREET ADDRESS	145 HUNTER DRIVE	STREET ADDRESS	
CITY-ST-ZIP	WILMINGTON OH	CITY-ST-ZIP	
TITLE	CS <input type="checkbox"/> Delete	TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	PAYNE, JOSEPH	NAME	
STREET ADDRESS	145 HUNTER DR	STREET ADDRESS	
CITY-ST-ZIP	WILMINGTON OH 45177	CITY-ST-ZIP	

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: *Joseph Payne* **SIGNATURE REQUIRED** 4/15/03
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (10/02)

ATTACHMENT
88028789
P21439
ABX AIR, INC.

ABX Air, Inc.
145 Hunter Drive
Wilmington, OH 45177
(937) 382-5591

DATE OF INCORPORATION: January 22, 1980
STATE OF INCORPORATION: Delaware
FEDERAL IDENTIFICATION NUMBER: 91-1091619
ANNUAL MEETING DATE: Last Monday in April
LOCATION OF CORPORATE MINUTE BOOK: Riddell Williams P.S.
LOCATION OF CORPORATE SEAL: VP General Counsel & Corporate Secretary
FISCAL YEAR END: December 31
REGISTERED AGENT FOR SERVICE OF PROCESS: Corporation Service Company dba
The Prentice-Hall Corporation System, Inc.

DIRECTORS:

Carl D. Donaway
Joe Hete
Stephen E. DeForest

OFFICERS:

Carl D. Donaway
Joe Hete
Dennis A. Manibusan
Thomas W. Poynter
Robert J. Morgenfeld
Terry L. Scherz
Edward P. Smethwick
Amiel (Mike) Kuli
Michael B. Heilman
John A. Jessup
Joe Payne

TITLE:

Chief Executive Officer
President & Chief Operating Officer
Sr. Vice President, Aircraft Maintenance
Sr. Vice President, Ground Operations
Sr. Vice President, Flight Operations
Vice President, Aircraft Maintenance
Vice President, Air Park Services
Vice President, Business Development
Vice President, Logistics Services
Vice President, Materials Management
Secretary

CAPITALIZATION:

Authorized: 1,000 shares par value \$100
Outstanding: 1,000 shares

SHARE OWNERSHIP:

Airborne, Inc. - 100%