

2005 FOR PROFIT CORPORATION ANNUAL REPORT


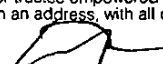
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Feb 18, 2005 8:00 am
Secretary of State

02-18-2005 90048 012 ***150.00

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02042005 Chg-P CR2E034 (10/03)

DOCUMENT # F00000001296					
1. Entity Name UPS AUTOGISTICS, INC.					
Principal Place of Business 55 GLENLAKE PARKWAY, NE ATLANTA, GA 30028			Mailing Address 55 GLENLAKE PARKWAY, NE ATLANTA, GA 30028		
2. Principal Place of Business			3. Mailing Address		
Suite, Apt. #, etc.			Suite, Apt. #, etc.		
City & State			City & State		
Zip	Country	Zip	Country	4. FEI Number 58-2513265	
				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 C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD PLANTATION, FL 33324				7. Name and Address of New Registered Agent	
				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 _____ <small>Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)</small> DATE _____					
FILE NOW!!! FEE IS \$150.00 After May 1, 2005 Fee will be \$550.00			9. Election Campaign Financing Trust Fund Contribution. <input type="checkbox"/> \$5.00 May Be Added to Fees		
10. OFFICERS AND DIRECTORS			11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11		
TITLE	C	<input type="checkbox"/> Delete	TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition	
NAME	ESKEW, MICHAEL L		NAME	See Attached Listing	
STREET ADDRESS	55 GLENLAKE PARKWAY, NE		STREET ADDRESS		
CITY-ST-ZIP	ATLANTA, GA 30028		CITY-ST-ZIP		
TITLE	COOV	<input checked="" type="checkbox"/> Delete	TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
NAME	THOMPSON, JAMES P		NAME		
STREET ADDRESS	55 GLENLAKE PARKWAY, NE		STREET ADDRESS		
CITY-ST-ZIP	ATLANTA, GA 30028		CITY-ST-ZIP		
TITLE	V	<input checked="" type="checkbox"/> Delete	TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
NAME	FLOWERS, DANIEL		NAME		
STREET ADDRESS	990 HAMMOND DRIVE		STREET ADDRESS		
CITY-ST-ZIP	ATLANTA, GA 30028		CITY-ST-ZIP		
TITLE	V	<input checked="" type="checkbox"/> Delete	TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
NAME	BARTS, DENNIS C		NAME		
STREET ADDRESS	990 HAMMOND DRIVE		STREET ADDRESS		
CITY-ST-ZIP	ATLANTA, GA 30028		CITY-ST-ZIP		
TITLE		<input type="checkbox"/> Delete	TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
NAME			NAME		
STREET ADDRESS			STREET ADDRESS		
CITY-ST-ZIP			CITY-ST-ZIP		
TITLE		<input type="checkbox"/> Delete	TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
NAME			NAME		
STREET ADDRESS			STREET ADDRESS		
CITY-ST-ZIP			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:  Eugene A. Pica			2/8/05 404-828-6093		
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR			Date Daytime Phone #		

ATTACHMENT

40019940

#F00000001296

FELN 58-2513265

UPS Autogistics, Inc.
List of Directors and Officers
Incorporated: Delaware
Date of Incorporation: 1/31/2000

Name	All Titles	Business Address	Business City & State
Agresta, Maurice M.	AS AT	55 Glenlake Pkwy, NE	Atlanta, GA 30328
Calvert, Elizabeth W.	AS	55 Glenlake Parkway	Atlanta, GA 30328
Davis, D. Scott	AS D T VP	55 Glenlake Pkwy., NE	Atlanta, GA 30328
Delbrook, Thomas W.	AT	55 Glenlake Pkwy. NE	Atlanta, GA 30328
Eskew, Michael L.	DC	55 Glenlake Parkway, NE	Atlanta, GA 30328
Firestone, Jeffrey D.	AS	55 Glenlake Parkway	Atlanta, GA 30328
Harper, Cathy A.	AS	55 Glenlake Parkway	Atlanta, GA 30328
Hill, Allen E.	AT D S VP	55 Glenlake Parkway	Atlanta, GA 30328
Pica, Eugene A.	AS AT	55 Glenlake Pkwy, NE	Atlanta, GA 30328
Tong, Winifer P.	AS AT	55 Glenlake Parkway, NE	Atlanta, GA 30328

Title Legend:

DC - Director (Chairman)
DVC - Director (Vice Chairman)
D - Director
M - Manager (LLC)
G - Governor (LLC)
CEO - Chief Executive Officer
P - President

COO - Chief Operating Officer
CIO - Chief Information Officer
CFO - Chief Financial Officer
CSO - Chief Strategy Officer
EVP - Executive Vice President
SVP - Senior Vice President
VP - Vice President
AVP - Assistant Vice President

T - Treasurer
S - Secretary
AT - Assistant Treasurer
AS - Assistant Secretary
C - Chair
TR - Trustee
FQO - FMC Qualifying Officer
UQO - U.S. Customs Qualifying Officer