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Document

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

DATE: 7/17

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

Corporation(s) Name

CF AIR FREIGHT Corporation

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<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 <input type="checkbox"/> 1 or <input type="checkbox"/> 3		

***Special Instructions**

<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> arts/ameds/mergers <input type="checkbox"/> Other-See Above		
<input checked="" type="checkbox"/> Walk in	<input checked="" type="checkbox"/> Pick-up	<input type="checkbox"/> Will Wait

Please Return Filed Stamped
Copies To:

Jeffrey Butterfield

Thank You!

00 JUL 17 PM 1:56
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS

00 JUL 17 AM 11:00
DIVISION OF CORPORATIONS
RECEIVED

3/12 7/17

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. CF AirFreight Corporation
(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 3. 93-1294381
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. May 9, 2000 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. upon filing
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 750 South Plaza Drive, Ste. 323, Mendota Heights, MN 55120
(Current mailing address)
that of an internet based air freight forwarder
8. _____
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)
Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida, 32301
(Zip code)

10. Registered agent's 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 obligations of my position as registered agent.

Corporation Service Company
By: _____

BREAN COUNLEY, ASST. V.P.

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: (Street address ONLY - P.O. Box **NOT** acceptable)

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A. DIRECTORS (Street address only - P.O. Box NOT acceptable)Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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STATE
CLERK
DIVISION OF
CORPORATIONS
JUL 17 PM 1:56**B. OFFICERS (Street address only - P.O. Box NOT acceptable)**President: See attached officers/directors rider

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. Michael D. Epperson

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

14. Michael D. Epperson, Assistant Secretary

(Typed or printed name and capacity of person signing application)

CF AirFreight

DIRECTORS

June 12, 2000

Patrick H. Blake **Director**
Business Address: c/o CF, 175 Linfield Drive
Menlo Park, CA 94025-3799

Home Address: 6155 Lakeview Drive
San Ramon, CA 94583

Sunil Bhardwaj **Director**
Business Address: c/o CF, 175 Linfield Drive
Menlo Park, CA 94025-3799

Home Address: 700 Pullman Road
Hillsborough, CA 94010

Maryla R. Fitch **Director**
Business Address: c/o CF, 175 Linfield Drive
Menlo Park, CA 94025-3799

Home Address: 312 Canyon Drive
Portola Valley, CA 94028

Richard D. McCrady, Sr. **Director**
Business Address: 750 South Plaza Drive, Suite 323
Mendota Heights, MN 55120

Home Address: 4266 Sequoia Drive
Eagan, MN 55122

Stephen D. Richards **Director**
Business Address: c/o CF, 175 Linfield Drive
Menlo Park, CA 94025-3799

Home Address: 165 Hanna Way
Menlo Park, CA 94025

OFFICERS

Patrick H. Blake **Chairman of the Board**
Business Address: c/o CF, 175 Linfield Drive
Menlo Park, CA 94025-3799

Home Address: 6155 Lakeview Circle
San Ramon, CA 94583

Sunil Bhardwaj **Vice President, Chief Financial Officer and Treasurer**
Business Address: c/o CF, 175 Linfield Drive
Menlo Park, CA 94025-3799

Home Address: 700 Pullman Road
Hillsborough, CA 94010

Maryla R. Fitch **Vice President and Secretary**
Business Address: c/o CF, 175 Linfield Drive
Menlo Park, CA 94025-3799

Home Address: 312 Canyon Drive
Portola Valley, CA 94028

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CF AirFreight, Directors and Officers

Stephen D. Richards Vice President, General Counsel and Assistant Secretary

Business Address: c/o CF, 175 Linfield Drive
Menlo Park, CA 94025-3799

Home Address: 165 Hanna Way
Menlo Park, CA 94025

Robert E. Wrightson Vice President and Controller

Business Address: c/o CF, 175 Linfield Drive
Menlo Park, CA 94025-3799

Home Address: 11301 S.E. 10th Street, #170
Vancouver, WA 98664

Kerry Morgan Assistant Treasurer

Business Address: c/o LJSC, 1621 N.W. 21st Avenue
Portland, OR 97209-1797

Home Address: 16265 N.W. Kevin Court
Beaverton, OR 97006

William LeeWong Assistant Treasurer

Business Address: c/o LJSC, 1621 N.W. 21st Avenue
Portland, OR 97209-1797

Home Address: 10555 S.W. 161st Court
Beaverton, OR 9007

Jim R. Tener Assistant Secretary

Business Address: c/o LJSC, 1621 N.W. 21st Avenue
Portland, OR 97209-1797

Home Address: 9941 N.W. Brie Court
Portland, OR 97229

Richard D. McCrady, Sr. President

Business Address: 750 South Plaza Drive, Suite 323
Mendota Heights, MN 55120

Home Address: 4266 Sequoia Drive
Eagan, MN 55122

Richard D. McCrady, Jr. Vice President – Operations and Assistant Treasurer

Business Address: 750 South Plaza Drive, Suite 323
Mendota Heights, MN 55120

Home Address: 887 Oak Court
Eagan, MN 55123

Michael Epperson Vice President – Administration and Assistant Secretary

Business Address: 750 South Plaza Drive, Suite 323
Mendota Heights, MN 55120

Home Address: 13928 Fairlawn Avenue
Apple Valley, MN 55124

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State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CF AIRFREIGHT CORPORATION" 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 TWENTY-EIGHTH DAY OF JUNE, A.D. 2000.

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

0527525

DATE:

06-28-00