

FO1000001342



December 20, 2001

VIA DHL WORLDWIDE EXPRESS

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*****85.00 *****35.00

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399
Attn: Amendment Section

Re: DHL Worldwide Express, Inc.,

Greetings:

Pursuant to conversations with your office, enclosed is an Affidavit of Secretary being filed to update the officer and director lists. Along with the original affidavit, I am sending an \$85.00 check to cover the \$35.00 filing fee as well as the \$50.00 fee for filing the attached Application for Renewal regarding another corporate entity.

Please contact me if you have any questions.

Very truly yours,

Cynthia L. Chang
Senior Legal Assistant
(415) 677-6592

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2001 DEC 21 PM 2:49

RECEIVED
01 DEC 21 PM 12:21
DIVISION OF CORPORATIONS

Affidavit Charging Officer
LFJ

1-2-2002

DHL Worldwide Express
Legal Department, MS1420
50 California Street, Suite 500
San Francisco, CA 94111
(415) 677-6522

2001 DEC 21 PM 2:49

**Florida Department of State
Division of Corporations
Amendment Section**

IN THE MATTER OF:

DHL Worldwide Express, Inc.
Document No. F01000001342

AFFIDAVIT OF SECRETARY

State of California)
) ss
County of San Francisco)

I, Jed T. Orme, Jr., Secretary of DHL Worldwide Express, Inc., declare as follows:

1. I am the duly appointed Secretary of DHL Worldwide Express, Inc., a Delaware corporation authorized to do business in Florida effective March 9, 2001, and have authority to execute this affidavit.

2. Subsequent to the filing of the Application for Authorization and Officer and Director listings in March, 2001, the names of some of the Officers and Directors have changed. I have attached a true copy of the current Officer and Director lists as Exhibits A and B to this Affidavit.

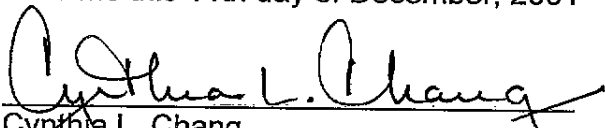
I declare under penalty of perjury the foregoing is true and correct.

Executed this 11th day of December, 2001 at San Francisco, California.

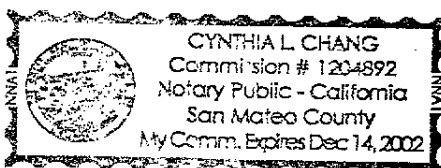


Jed T. Orme, Jr.
Secretary of DHL Worldwide Express, Inc.

Sworn to and subscribed before me this 11th day of December, 2001



Cynthia L. Chang
Notary Public in and for the State of California
My Commission Expires 12/14/02



DHL WORLDWIDE EXPRESS, INC.
Officers with Business Addresses

John A. Fellows
President, CEO
DHL Worldwide Express, Inc.
50 California St., Suite 500
San Francisco, CA 94111

Jed T. Orme, Jr.
Senior Vice President, General Counsel
& Secretary
DHL Worldwide Express, Inc.
50 California St., Suite 500
San Francisco, CA 94111

William J. Roure
Treasurer
DHL Worldwide Express, Inc.
50 California St., Suite 500
San Francisco, CA 94111

Exhibit A

DHL WORLDWIDE EXPRESS, INC.
Directors with Business Addresses

Geoff Cruikshanks
(DHL BRU)
DHL Worldwide Network NV/SA
World Headquarters
De Kleetlaan 1
Diegem-Machelen
Belgium, Brussels 1831

John A. Fellows
DHL Worldwide Express, Inc.
50 California St., Suite 500
San Francisco, CA 94111

Jed T. Orme, Jr.
DHL Worldwide Express, Inc.
50 California St., Suite 500
San Francisco, CA 94111

Roger Crook
DHL Global Customer Logistics, Inc.
50 California St., Suite 500
San Francisco, CA 94111

Exhibit B