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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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MAIL

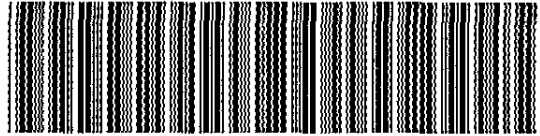
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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FILED
2003 JUN 19 AM 9:00
TALLAHASSEE, FLORIDA

J. BRYAN JUN 25 2003

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Unishippers Association, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Charlotte L. Miller
(Name of Person)
Unishippers Association, Inc.
(Firm/Company)
746 E. Winchester Suite 200
(Address)
Salt Lake City, UT 84107
(City/State and Zip code)

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2003 JUN 19 AM 9:01
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Esther Anderson at (801) 487-0600 x102
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- | | | | |
|---|--|---|--|
| <input type="checkbox"/> \$70.00 Filing Fee | <input type="checkbox"/> \$78.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$78.75 Filing Fee &
Certified Copy | <input checked="" type="checkbox"/> \$87.50 Filing Fee,
Certificate of Status &
Certified Copy |
|---|--|---|--|

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2003 JUN 19 AM 9:01
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

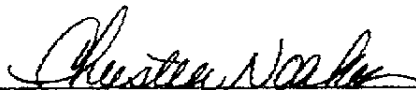
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*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. Unishippers Association, 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. Utah 3. n/a
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. February 23, 1990 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 746 E. Winchester Suite 200, Salt Lake City, UT 84107
(Principal office address)
746 E. Winchester Suite 200, Salt Lake City, UT 84107
(Current mailing address)
8. To engage in the air express, freight, and international shipping service business.
(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: CT Corporation System
Office Address: 1200 S. Pine Island Road
Plantation, Florida 33324
(City) (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.



(Registered agent's signature)

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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached Exhibit B

Address:

Vice Chairman: n/a

Address:

Director: See attached Exhibit B

Address:

Director: See attached Exhibit B

Address:

B. OFFICERS

President: See attached Exhibit A

Address:

Vice President: See attached Exhibit A

Address:

Secretary: See attached Exhibit A

Address:

Treasurer: See attached Exhibit A

Address:

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

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

14. Charlotte L. Miller, Secretary
(Typed or printed name and capacity of person signing application)

FILED
2003 JUN 19 AM 9:01
CLARK COUNTY, FLORIDA

EXHIBIT "A"

List of Officers of Unishippers Association, Inc.

Steven J. Nelson, CEO, President
746 East Winchester, Suite 200
Salt Lake City, Utah 84107

Steven B. Leavitt, COO, Executive Vice President
746 East Winchester, Suite 200
Salt Lake City, Utah 84107

Kevin J. Lathrop, CIO, Executive Vice President
746 East Winchester, Suite 200
Salt Lake City, Utah 84107

Dan J. Lockwood, CPO, Executive Vice President
746 East Winchester, Suite 200
Salt Lake City, Utah 84107

Dennis A. Heaps, CFO, Vice President
746 East Winchester, Suite 200
Salt Lake City, Utah 84107

Charlotte L. Miller, Vice President, Secretary
746 East Winchester, Suite 200
Salt Lake City, Utah 84107

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2003 JUN 19 AM 9:01
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

EXHIBIT "B"

Directors of Unishippers Association, Inc.

Steven J. Nelson, Chairman
1914 East Ridgehollow Drive
Bountiful, UT 84010
Term expires: 01/31/2005

Daniel R. Reese
3337 North Hullen, Suite 300
Metairie, LA 70002
Term expires: 01/31/2004

Lowell L. Leishman
553 South Davis Boulevard
Bountiful, UT 84010
Term expires: 01/31/2004

Dan R. Paxton
1756 South Stone Hollow Drive
Bountiful, UT 84010
Term expires: 01/31/2006

Joe M. Nichols, Sr.
13103 FM 1960 West, Suite 216
Houston, TX 77065
Term expires: 01/31/2006

Randy S. Mellor
8420 Wasatch Blvd.
Salt Lake City, UT 84121
Term expires: 01/31/2005

FILED
2003 JUN 19 AM 9:01
WALTON CORPORATION
TALLAHASSEE, FLORIDA



Utah Department of Commerce
Division of Corporations & Commercial Code
160 East 300 South, 2nd Floor, S.M. Box 146705
Salt Lake City, UT 84114-6705
Service Center: (801) 530-4849
Toll Free: (877) 526-3994 Utah Residents
Fax: (801) 530-6438
Web Site: <http://www.commerce.utah.gov>

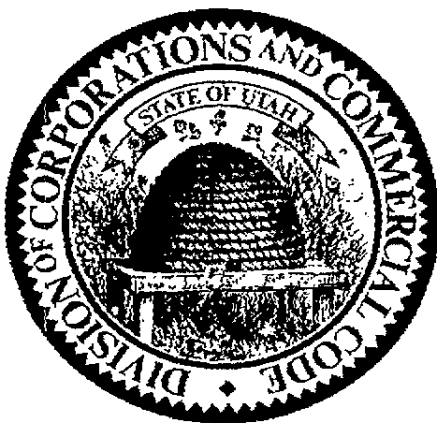
June 5, 2003

CERTIFICATE OF EXISTENCE

FILED
2003 JUN 19 AM 9:01
JULIANNE CORPORACTIONS
TALLAHASSEE, FLORIDA

Registration Number: 1056736-0142
Business Name: UNISHIPPERS ASSOCIATION, INC.
Registered Date: FEBRUARY 23, 1990
Entity Type: CORPORATION-DOMESTIC-PROFIT
Current Status: GOOD STANDING

The Division of Corporations and Commercial Code of the State of Utah, custodian of the records of business registrations, certifies that the business entity on this certificate is authorized to transact business and was duly registered under the laws of the State of Utah.



Kathy Berg

Kathy Berg
Director
Division of Corporations and Commercial Code

Dept. of Professional Licensing (801) 530-6628	Real Estate (801) 530-6747	Public Utilities (801) 530-6651	Securities (801) 530-6600	Consumer Protection (801) 530-6601
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