

Division of Corporations

F05000007571

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Florida Department of State
Division of Corporations
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DIVISION OF CORPORATION

FOREIGN PROFIT QUALIFICATION

Stonepath Group, Inc.

Certificate of Status	0
Certified Copy	2
Page Count	05
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MRD 12/30

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. Stonepath Group, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Ltd.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

(State or country under the law of which it is incorporated)

3. 65-0867684

(FEI number, if applicable)

4. 09/18/1998

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. _____

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 2200 Alaskan Way, Suite 200, Seattle, WA 98121

(Principal office address)

same

(Current mailing address)

8. Freight forward and logistics

(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 NOT acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation

(City)

Florida 33324

(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.

CT Corporation System

By: Vicki Ann Owens

(Registered agent's signature)

Vicki Ann Owens
Special Assistant Secretary

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:

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12/29/2005 16:51 8508785926
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CT CORPORATION SYSTM
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A. DIRECTORS

Chairman: SEE ATTACHMENT

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE ATTACHMENT

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. Paula S. Belcher
(Signature of Director or Officer listed in number 12 of the application)

14. PAULA S. BELCHER ASST. SECRETARY
(Typed or printed name and capacity of person signing application)

Stonepath Group, Inc.**Attachment A**

Directors:		Term expiration
Dennis L. Pelino	WTC, 2200 Alaskan Way, Suite 200, Seattle, WA 98121	10-30-2006
J. Douglass Conates	WTC, 2200 Alaskan Way, Suite 200, Seattle, WA 98121	10-30-2006
John H. Springer	WTC, 2200 Alaskan Way, Suite 200, Seattle, WA 98121	10-30-2006
David R. Jones	WTC, 2200 Alaskan Way, Suite 200, Seattle, WA 98121	10-30-2006
Aloysius T. Lawn, IV	WTC, 2200 Alaskan Way, Suite 200, Seattle, WA 98121	10-30-2006
Robert McCord	WTC, 2200 Alaskan Way, Suite 200, Seattle, WA 98121	10-30-2006

Officers:			Term expiration
Dennis L. Pelino	Chairman	WTC, 2200 Alaskan Way, Suite 200, Seattle, WA 98121	10-30-2006
Jason F. Totah-	Chief Executive Officer	WTC, 2200 Alaskan Way, Suite 200, Seattle, WA 98121	10-30-2006
Robert Arovas	President, CFO	WTC, 2200 Alaskan Way, Suite 200, Seattle, WA 98121	10-30-2006
Christopher Foster	Assistant Treasurer	WTC, 2200 Alaskan Way, Suite 200, Seattle, WA 98121	10-30-2006
Paula S. Bolcher	Assistant Secretary	1835 Market Street, Floor 14, Philadelphia, PA 19103	10-30-2006

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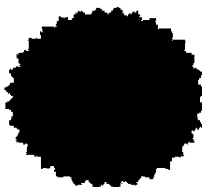
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "STONEPATH GROUP, INC." 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-FIRST DAY OF DECEMBER, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
05 DEC 29 AM 11:44



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 4393990

DATE: 12-21-05