

FB6000003467

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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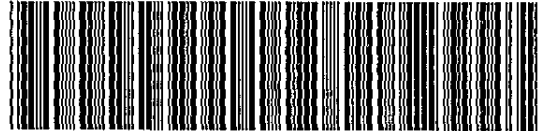
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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06 MAY 12 AM 10:49

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED

06 MAY 12 PM 12:50

CLERK OF SUPERIOR COURT
DIVISION OF REGISTRATION
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 093404 4313353

AUTHORIZATION : *[Handwritten signature]*

COST LIMIT : \$ 70.00

ORDER DATE : May 9, 2006

ORDER TIME : 4:30 PM

ORDER NO. : 093404-030

CUSTOMER NO: 4313353

FOREIGN FILINGS

NAME: VELOCITY EXPRESS LEASING, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Heather Chapman -- EXT# 2908

EXAMINER: _____

**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. Velocity Express Leasing, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "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. 76-0486733

(FEI number, if applicable)

4. 12/13/1995

(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. One Morningside Drive, Westport, CT 06830

(Principal office address)

(same)

(Current mailing address)

8. Courier/logistic/warehousing

(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

(City)

, Florida 32301

(Zip code)

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TALLAHASSEE, FLORIDA

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: Deborah D. Skipper
(Registered agent's signature)

Deborah D. Skipper
Asst. V. Pres.

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

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: * SEE ATTACHED

Address: _____

Vice President: _____

Address: _____

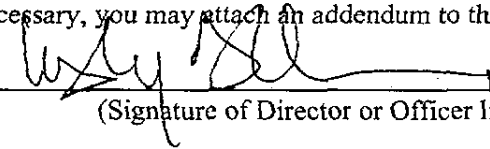
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13.  _____
(Signature of Director or Officer listed in number 12 of the application)

14. Wesley C. Fredenburg, Secretary
(Typed or printed name and capacity of person signing application)

VELOCITY EXPRESS LEASING, INC.

LIST OF DIRECTORS AND OFFICERS

	<u>Title</u>	<u>Home Address</u>	<u>Work Address</u>
DIRECTORS			
Wesley C. Fredenburg	Director	833 Great Oaks Trail Eagan, MN 55123	7803 Glenroy Road, Suite 200 Minneapolis, MN 55439
OFFICERS			
Jeffrey Hendrickson	President and Chief Operating Officer	1982 Merwins Lane Fairfield, CT 06824	One Morningside Drive Building 2 Westport, CT 06880
Vincent Wasik	Chief Executive Officer	3 Deerwood Road Westport, CT 06880	One Morningside Drive Building 2 Westport, CT 06880
James Lindvall	Vice President and Assistant Secretary	7031 Knox Ave. South Richfield, MN 55423	7803 Glenroy Road Suite 200 Minneapolis, MN 55439
Wesley C. Fredenburg	Secretary	833 Great Oaks Trail Eagan, MN 55123	7803 Glenroy Road Suite 200 Minneapolis, MN 55439

Delaware

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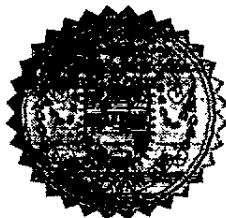
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VELOCITY EXPRESS LEASING, 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-FOURTH DAY OF MARCH, A.D. 2006.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "VELOCITY EXPRESS LEASING, INC." WAS INCORPORATED ON THE THIRTEENTH DAY OF DECEMBER, A.D. 1995.

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



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060281484

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4616599

DATE: 03-24-06