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Apr 27 1998 8:00am  
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # F94000000298 (9)

1. Corporation Name  
EMERY WORLDWIDE AIRLINES, INC.

Principal Place of Business  
3350 W. BAYSHORE RD.  
PALO ALTO CA 94303

Mailing Address  
3240 HILLVIEW AVENUE  
PALO ALTO CA 94304  
US

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

01/21/1994

4. FEI Number

77-0054028

Applied For

Not Applicable

5. Certificate of Status Desired ☐

\$8.75 Additional  
Fee Required

6. Election Campaign Financing  
Trust Fund Contribution ☐

\$5.00 May Be  
Added to Fees

8. This corporation owes or has paid the current year intangible  
Personal Property Tax due June 30. ☒ Yes ☐ No

2. Principal Place of Business  
21 3240 Hillview Avenue

Suite, Apt. #, etc.

22 City & State

23 Palo Alto, CA

24 Zip 94304

25 Country

2a. Mailing Address

26 Suite, Apt. #, etc.

27 City & State

28 Zip Country

29

30

9. Name and Address of Current Registered Agent

THE PRENTICE-HALL CORPORATION SYSTEM, INC.  
1201 HAYS ST.  
SUITE 105  
TALLAHASSEE FL 32301

10. Name and Address of New Registered Agent

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)

83

84 City

FL

85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

Signature, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

TITLE VT  
NAME KELLY, EDWARD J  
STREET ADDRESS 1 LAGOON DRIVE #400  
CITY-ST-ZIP REDWOOD CITY CA

☐ DELETE

TITLE D  
NAME QUESNEL, GREGORY L.  
STREET ADDRESS 3240 HILLVIEW AVENUE  
CITY-ST-ZIP PALO ALTO CA

☐ DELETE

TITLE  
NAME SEE ATTACHED LISTING.  
STREET ADDRESS  
CITY-ST-ZIP

☐ DELETE

TITLE  
NAME  
STREET ADDRESS  
CITY-ST-ZIP

☐ DELETE

TITLE  
NAME  
STREET ADDRESS  
CITY-ST-ZIP

☐ DELETE

TITLE  
NAME  
STREET ADDRESS  
CITY-ST-ZIP

☐ DELETE

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE ☐ Change ☐ Addition

1.2 NAME

1.3 STREET ADDRESS

1.4 CITY-ST-ZIP

2.1 TITLE ☐ Change ☐ Addition

2.2 NAME

2.3 STREET ADDRESS

2.4 CITY-ST-ZIP

3.1 TITLE ☐ Change ☐ Addition

3.2 NAME

3.3 STREET ADDRESS

3.4 CITY-ST-ZIP

4.1 TITLE ☐ Change ☐ Addition

4.2 NAME

4.3 STREET ADDRESS

4.4 CITY-ST-ZIP

5.1 TITLE ☐ Change ☐ Addition

5.2 NAME

5.3 STREET ADDRESS

5.4 CITY-ST-ZIP

6.1 TITLE ☐ Change ☐ Addition

6.2 NAME

6.3 STREET ADDRESS

6.4 CITY-ST-ZIP

14. I hereby certify that the information supplied with this report does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: Eberhard S.H. Schmoller, Secretary

4-16-98 (650) 494-2900

CR2E034 (10/97)

03/31/1998

**Directors and Officers  
Emery Worldwide Airlines, Inc**

**DIRECTORS:**

David I. Beatson Director  
SSN : 268-44-4531  
Primary : 1 Lagoon Drive, #400  
Address : Redwood City, CA 94065

Edward J. Kelly Director ✓  
SSN : 170-34-5885  
Primary : 1 Lagoon Drive, #400  
Address : Redwood City, CA 94065

William F. McDonald Director  
SSN : 122-24-5959  
Primary : 1 Lagoon Drive, #400  
Address : Redwood City, CA 94065

Donald E. Moffitt Director  
SSN : 304-30-0862  
Primary : 3240 Hillview Avenue  
Address : Palo Alto, CA 94304

Gregory L. Quesnel Director ✓  
SSN : 544-44-9555  
Primary : 3240 Hillview Avenue  
Address : Palo Alto, CA 94304

Chutta Ratnathicam Director  
SSN : 542-78-2029  
Primary : 3240 Hillview Avenue  
Address : Palo Alto, CA 94304

Eberhard G. H. Schmoller Director  
SSN : 567-58-0007  
Primary : 3240 Hillview Avenue  
Address : Palo Alto, CA 94304

Kent T. Scott Director  
SSN : 549-60-8809  
Primary : Emery Worldwide Airlines  
Address : One Emery Plaza  
Dayton International Airport  
Vandalia, OH 45377

Gerard Trimarco Director  
SSN : 097-46-4323  
Primary : Network Management Center  
Address : 2850 Presidential Drive, #200  
Fairborn, OH 45324

03/31/1998

**Directors and Officers  
Emery Worldwide Airlines, Inc**

**OFFICERS:**

Donald E. Moffitt	Chairman of the Board
SSN : 304-30-0862	
Primary : 3240 Hillview Avenue	
Address : Palo Alto, CA 94304	
David I. Beatson	Vice Chairman
SSN : 268-44-4531	
Primary : 1 Lagoon Drive, #400	
Address : Redwood City, CA 94065	
John J. Colletti	Vice President and Controller
SSN : 123-32-5255	
Primary : Emery Worldwide Airlines	
Address : 303 Corporate Center Drive Vandalia, OH 45377	
William F. McDonald	Vice President, Corporate Counsel and Assistant Secretary
SSN : 122-24-5959	
Primary : 1 Lagoon Drive, #400	
Address : Redwood City, CA 94065	
Kent T. Scott	Vice President and Chief Operating Officer
SSN : 549-60-8809	
Primary : Emery Worldwide Airlines	
Address : One Emery Plaza Dayton International Airport Vandalia, OH 45377	
Gerard Trimarco	Vice President - Postal Operations
SSN : 097-46-4323	
Primary : Network Management Center	
Address : 2850 Presidential Drive, #200 Fairborn, OH 45324	
Howard A. Young	Vice President - Contract Administration
SSN : 570-58-6208	
Primary : 3240 Hillview Avenue	
Address : Palo Alto, CA 94304	
Eberhard G. H. Schmoller	Secretary
SSN : 567-58-0007	
Primary : 3240 Hillview Avenue	
Address : Palo Alto, CA 94304	

03/31/1998

**Directors and Officers  
Emery Worldwide Airlines, Inc**

<b>Edward J. Kelly</b>	<b>Treasurer</b>
SSN : 170-34-5885	
Primary : 1 Lagoon Drive, #400	
Address : Redwood City, CA 94065	
<b>Robert C. Conlon</b>	<b>Assistant Secretary</b>
SSN : 150-30-1389	
Primary : 1 Lagoon Drive, #400	
Address : Redwood City, CA 94065	
<b>Gary D. Taliaferro</b>	<b>Assistant Secretary</b>
SSN : 444-44-3198	
Primary : 1717 N.W. 21st Avenue	
Address : Portland, OR 97209-1797	
<b>J. Craig Boretz</b>	<b>Assistant Treasurer</b>
SSN : 546-82-8228	
Primary : 1717 N.W. 21st Avenue	
Address : Portland, OR 97209-1797	
<b>George J. Kopp</b>	<b>Assistant Treasurer</b>
SSN : 302-38-7240	
Primary : 700 Keystone Industrial Park	
Address : Throop, PA 18512	
P.O. Box 1959	
Scranton, PA 18577-0959	
<b>R. Guy Kraines</b>	<b>Assistant Treasurer</b>
SSN : 334-46-3815	
Primary : 3240 Hillview Avenue	
Address : Palo Alto, CA 94304	
<b>Joseph E. Tillman</b>	<b>Assistant Treasurer</b>
SSN : 104-38-6025	
Primary : Network Management Center	
Address : 2850 Presidential Drive, #200	
Fairborn, OH 45324	

**Directors and Officers  
Emery Worldwide Airlines, Inc**

David I. Beatson	Director
Home : 1180 Barroilhet Avenue	
Address : Hillsborough, CA 94010	
Edward J. Kelly	Director
Home : 578 Seahorse Lane	
Address : Redwood City, CA 94065	
William F. McDonald	Director
Home : 1266 Sharon Park Drive	
Address : Menlo Park, CA 94025	
Donald E. Moffitt	Director
Home : 97 Mt. Vernon Lane	
Address : Atherton, CA 94027	
Gregory L. Quesnel	Director
Home : 22068 Villa Oaks Lane	
Address : Saratoga, CA 95070	
Chutta Ratnathicam	Director
Home : 704 Murphy Drive	
Address : San Mateo, CA 94402	
Eberhard G. H. Schmoller	Director
Home : 409 Claremont Way	
Address : Menlo Park, CA 94025	
Kent T. Scott	Director
Home : 1392 Eden Meadows Way	
Address : Bellbrook, OH 45440	
Gerard Trimarco	Director
Home : 9380 Ambershire Drive	
Address : Dayton, OH 45458	

Donald E. Moffitt Chairman of the Board  
Home : 97 Mt. Vernon Lane  
Address : Atherton, CA 94027

David I. Beatson Vice Chairman  
Home : 1180 Barroilhet Avenue  
Address : Hillsborough, CA 94010

03/31/1998

**Directors and Officers  
Emery Worldwide Airlines, Inc**

John J. Colletti Home : 9 Edgewood Drive Address : Syosset, NY 11791	Vice President and Controller
William F. McDonald Home : 1266 Sharon Park Drive Address : Menlo Park, CA 94025	Vice President, Corporate Counsel and Assistant Secretary
Kent T. Scott Home : 1392 Eden Meadows Way Address : Bellbrook, OH 45440	Vice President and Chief Operating Officer
Gerard Trimarco Home : 9380 Ambershire Drive Address : Dayton, OH 45458	Vice President - Postal Operations
Howard A. Young Home : 134 Newton Drive Address : Burlingame, CA 94010	Vice President - Contract Administration
Eberhard G. H. Schmoller Home : 409 Claremont Way Address : Menlo Park, CA 94025	Secretary
Edward J. Kelly Home : 578 Seahorse Lane Address : Redwood City, CA 94065	Treasurer
Robert C. Conlon Home : 21 Meadow Court Address : Walnut Creek, CA 94595	Assistant Secretary
Gary D. Taliaferro Home : 13485 Streamside Drive Address : Lake Oswego, OR 97035	Assistant Secretary
J. Craig Boretz Home : 13150 Iron Mountain Blvd. Address : Portland, OR 97219	Assistant Treasurer
George J. Kopp Home : 1033 Fairfield Circle Address : Clarks Summit, PA 18411	Assistant Treasurer
R. Guy Kraines Home : 1266 Green Oak Lane Address : Los Altos, CA 94024	Assistant Treasurer

03/31/1998

**Directors and Officers**  
**Emery Worldwide Airlines, Inc**

Joseph E. Tillman	Assistant Treasurer
Home : 1199 St. Andrews Lane	
Address : West Chester. PA 19382	