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C T CORPORATION SYSTEM
 Requestor's Name
1311 Executive Center Drive, Ste. 200
 Address
Indianapolis, Ind. 46201 (904) 656-0290
 City State Zip Phone

CORPORATION(S) NAME

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**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. BOHIC AIR, INC.
(Name of corporation: must include the word "INCORPORATED," "COMPANY," or "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. Arizona
(State or country under the law of which it is incorporated)

3. February 16, 1995 4. Perpetual
(Date of Incorporation) (Duration)

5. 86-0786380
(Federal Employer Identification number, if applicable)

6. Upon Qualification
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 55 GLENLAKE PARKWAY, NE, ATLANTA, Georgia 30328
(Current mailing address)

8. THE CORPORATION INITIALLY INTENDS TO ENGAGE IN THE SAME-DAY AND OFF-HOURS DELIVERY BUSINESS.
(Brief description of the nature of the business in which it is engaged in the state of Florida)

9. Names and street addresses of officers and or directors:

A. Directors:

Chairman: See attached list of directors

Address: _____

Vice Chairman: See attached list of directors

Address: _____

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

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B. Officers:

President _____

Address _____

Vice President _____

Address _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

10. Name and Street address of Florida registered agent:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road
Plantation, Florida 33324

Zip Code

11. 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: _____

(Officer)

JOHN J. MASTERS, ASST. SECRETARY

(Typed Name and Title of Officer)

12. 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.

13. _____
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. _____

(Name and capacity of person signing application)

SONIC AIR, INC.
OFFICERS AND DIRECTORS

Board of Directors:

Kent C. Nelson
55 Glenlake Parkway NE
Atlanta, Georgia 30328

John W. Alden
55 Glenlake Parkway NE
Atlanta, Georgia 30328

Robert J. Clanin
55 Glenlake Parkway NE
Atlanta, Georgia 30328

Officers:

Kent C. Nelson	Chairman, President
John W. Alden	Senior Vice President, Secretary
Robert J. Clanin	Senior Vice President, Treasurer
Maurice M. Agresta	Assistant Secretary, Assistant Treasurer
Thomas W. Delbrook	Assistant Secretary
Linda M. MacLean	Assistant Secretary, Assistant Treasurer
Joseph R. Moderow	Senior Vice President, Assistant Secretary
Eugene A. Pica	Assistant Secretary, Assistant Treasurer
Joseph M. Pyne	Vice President

The business address for the above-referenced officers is:

55 Glenlake Parkway NE
Atlanta, Georgia 30328

State of Arizona



OFFICE OF THE CORPORATION COMMISSION

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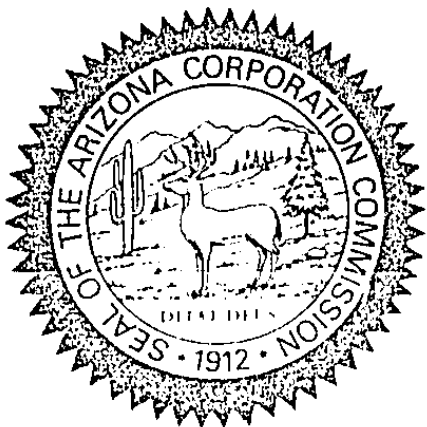
To all to Whom these Presents shall Come, Greeting:

I, the Executive Secretary of the Arizona Corporation Commission, DO HEREBY
CERTIFY that

SONIC AIR, INC.

a Domestic Corporation organized under the laws of the State of Arizona, did incorporate on
February 16, 1995

I FURTHER CERTIFY that this corporation has filed all affidavits and annual
reports and paid all annual filing fees required to date and, therefore, is in good standing in
this state.



IN WITNESS WHEREOF, I have hereunto
set my hand and affixed the official seal
of the Arizona Corporation Commission.
Done at Phoenix, the Capital, this
6th day of March

1995, A.D.

James Matthews
Executive Secretary

By *[Signature]*