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95 NOV 20 AM 8:23
DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032
REFERENCE : 738141 5082A
AUTHORIZATION : *Patricia Pizito*
COST LIMIT : \$ 70.00

ORDER DATE : November 16, 1995

ORDER TIME : 4:04 PM

ORDER NO. : 738141

000001641160

CUSTOMER NO: 5082A

CUSTOMER: Joel Sklar, Esquire
Waring Cox
13th Floor
50 North Front Street
Memphis, TN 38103

FOREIGN FILINGS

NAME: FILM TRANSIT, INCORPORATED

☒ PROFIT
☐ NON-PROFIT

☒ CORPORATE
☐ LIMITED PARTNERSHIP

☒ QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: [MJP]

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 NOV 20 AM 10:29

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Film Transit, Incorporated
(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:

Joel B. Sklar

(Name of Person)

Waring Cox, PLC

(Firm/Company)

50 North Front Street, Suite 1300

(Address)

Memphis, TN 38103

(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Joel B. Sklar

(Name of Person)

at (901) 543-8000

(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:**

1. Film Transit, Incorporated

(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. Arkansas

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

3. 62-0200670

(FEI number, if applicable)

4. May 15, 1937

(Date of Incorporation)

5. Perpetual

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

6. January 1, 1995

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

7. Film Transit, Incorporated

3931 Homewood Rd., Memphis, TN 38118

(Current mailing address)

8. The purpose of the Corporation is to engage in any lawful act or activity for which Corporations may be organized under the Florida Business Corporation Act, including, without limitation, the provision of scheduled ground and parcel carrier services.

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: The Prentice Hall Corporation System, Inc.

Office Address: 1201 Hays Street

Tallahassee, FL

32301

(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.

By: Margaret Cullen
(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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: G.L. Brandon, Sr.

Address: 3931 Homewood Rd.

Memphis, TN 38118

Director ~~Vice Chairman~~: Mrs. G.L. Brandon

Address: 3931 Homewood Rd.

Memphis, TN 38118

Director: G.L. Brandon, Jr.

Address: 3931 Homewood Rd.

Memphis, TN 38118

Director: M. Stephen Brandon

Address: 3931 Homewood Rd.

Memphis, TN 38118

Director: R. Wayne Mashburn
3931 Homewood Rd.
Memphis, TN 38118

B. OFFICERS

President: G.L. Brandon, Jr.

Address: 3931 Homewood Rd.

Memphis, TN 38118

Vice President: M. Stephen Brandon

Address: 3931 Homewood Rd.

Memphis, TN 38118

Secretary: M. Stephen Brandon

Address: 3931 Homewood Rd.

Memphis, TN 38118

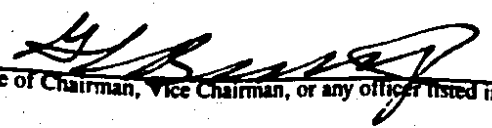
Treasurer: R. Wayne Mashburn

Address: 3931 Homewood Rd.

Memphis, TN 38118

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

13.


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

14.

G.L. Brandon, Jr., President
(Typed or printed name and capacity of person signing application)



Sharon Priest
SECRETARY OF STATE

State of Arkansas SECRETARY OF STATE

CERTIFICATE OF GOOD STANDING OF A DOMESTIC CORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 NOV 26 AM 10:00

I, Sharon Priest, Secretary of State of the State of Arkansas, and as such, keeper of the records of domestic and foreign corporations, do hereby certify that the records of this office show:

FILM TRANSIT, INCORPORATED
a corporation chartered under the laws of the State of ARKANSAS
filed Articles of Incorporation MAY 15, 1937

I further certify that as far as the records show, this corporation is at this time chartered and in good standing, having met all the requirements governing a domestic corporation in this State.

In Testimony Whereof, I have hereunto set my hand and official seal, on this, the
4TH day of OCTOBER, 19 95

Sharon Priest
Sharon Priest, Secretary of State

by: David Morrow
DAVID MORROW Corporations Division

C-2/Rev 10-1-85