

**FILED**  
**May 17, 1999 8:00 am**  
**Secretary of State**

05-17-1999 90027 037 \*\*\*150.00

**FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00**

**PROFIT  
CORPORATION  
ANNUAL REPORT**



FLORIDA DEPARTMENT OF STATE  
**Sandra B. Northam**  
Secretary of State  
DIVISION OF CORPORATIONS

**99**

**DOCUMENT #** F96000001842  
Corporation Name

**SpaceWise Inc.**

Principal Place of Business

Mailing Address

1001 Manhattanville Road  
Purchase, NY 10577

c/o Transamerica Leasing Inc. DO NOT WRITE IN THIS SPACE  
100 Manhattanville Rd  
Purchase, NY 10577

|                             |                     |                                                                                                       |                                                                     |
|-----------------------------|---------------------|-------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------|
| Principal Place of Business | 26. Mailing Address | 4. FEI Number                                                                                         | Applied For<br>Not Applicable                                       |
| 26. Mailing Address         | 27. City & State    | 5. Certificate of Status Desired                                                                      | \$8.75 Additional<br>Fee Required                                   |
| 27. City & State            | 28. Country         | 6. Election Campaign Financing<br>Trust Fund Contribution                                             | \$5.00 May Be<br>Added to Fees                                      |
| 28. Country                 | 29. ZIP             | 8. This corporation owes or has paid the current year intangible<br>Personal Property Tax due June 30 | Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> |
| 29. ZIP                     | 30. Country         | 10. Name and Address of New Registered Agent                                                          |                                                                     |
| 30. Country                 |                     |                                                                                                       |                                                                     |

Prentice-Hall Corp. System Inc.  
201 Hays Street  
Suite 105  
Tallahassee, FL 32301

|              |                                                        |
|--------------|--------------------------------------------------------|
| 81. Name     | 82. Street Address (P.O. Box Number is Not Acceptable) |
| 83. City     | 84. State                                              |
| 85. Zip Code |                                                        |

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 corporate board of directors, and I hereby accept the appointment as registered agent, I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

| OFFICERS AND DIRECTORS |             | ADDITIONS, CHANGES TO OFFICERS AND DIRECTORS IN 12 |             |
|------------------------|-------------|----------------------------------------------------|-------------|
| NAME                   | ADDRESS     | NAME                                               | ADDRESS     |
| 1. NAME                | 1. ADDRESS  | 1. NAME                                            | 1. ADDRESS  |
| 2. NAME                | 2. ADDRESS  | 2. NAME                                            | 2. ADDRESS  |
| 3. NAME                | 3. ADDRESS  | 3. NAME                                            | 3. ADDRESS  |
| 4. NAME                | 4. ADDRESS  | 4. NAME                                            | 4. ADDRESS  |
| 5. NAME                | 5. ADDRESS  | 5. NAME                                            | 5. ADDRESS  |
| 6. NAME                | 6. ADDRESS  | 6. NAME                                            | 6. ADDRESS  |
| 7. NAME                | 7. ADDRESS  | 7. NAME                                            | 7. ADDRESS  |
| 8. NAME                | 8. ADDRESS  | 8. NAME                                            | 8. ADDRESS  |
| 9. NAME                | 9. ADDRESS  | 9. NAME                                            | 9. ADDRESS  |
| 10. NAME               | 10. ADDRESS | 10. NAME                                           | 10. ADDRESS |
| 11. NAME               | 11. ADDRESS | 11. NAME                                           | 11. ADDRESS |
| 12. NAME               | 12. ADDRESS | 12. NAME                                           | 12. ADDRESS |

I hereby certify that the information supplied with this filing is true and correct for the information stated in Section 607.0502, Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and correct and that my signature shall have the same legal effect as if made under oath, and that I am a member or officer of the corporation or the recorder or trustee empowered to execute this report as required by Chapter 607, Florida Statutes, and that my name appears on Block 12 or Block 13 (change) or on an attachment with an address.

**SIGNATURE:** Mark A. Pearl 4/22/99 014-251-9000  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

**SPACEWISE INC.**  
**Attachment to State of Florida**  
**1999 Annual Report**

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**OFFICER**

| <b>Name</b>           | <b>Office</b>                                                                         | <b>Address</b>                                |
|-----------------------|---------------------------------------------------------------------------------------|-----------------------------------------------|
| Charles E. Tingley    | President & Chief Executive Officer                                                   | 100 Manhattanville Road<br>Purchase, NY 10577 |
| Edward T. Mann        | Executive Vice President, Chief<br>Financial Officer                                  | 100 Manhattanville Road<br>Purchase, NY 10577 |
| Timothy Britton       | Senior Vice President, Chief<br>Operating Officer, Maritime Container<br>Division     | 100 Manhattanville Road<br>Purchase, NY 10577 |
| Michael J. Cunningham | Senior Vice President, Chief<br>Operating Officer, European Trailer<br>Division       | 100 Manhattanville Road<br>Purchase, NY 10577 |
| Seaton A. Reed        | Senior Vice President, Business<br>Process Development & Facilities<br>Administration | 100 Manhattanville Road<br>Purchase, NY 10577 |
| Brian Sondey          | Senior Vice President, Business<br>Development                                        | 100 Manhattanville Road<br>Purchase, NY 10577 |
| Lori Gage             | Senior Vice President, Human<br>Resources                                             | 100 Manhattanville Road<br>Purchase, NY 10577 |
| Penny Thomas          | Vice President, Financial Analysis                                                    | 100 Manhattanville Road<br>Purchase, NY 10577 |
| Brian J. Tracey       | Vice President, Finance, Domestic<br>Products                                         | 100 Manhattanville Road<br>Purchase, NY 10577 |
| Mary Martinez         | Vice President, Finance, International<br>Products                                    | 100 Manhattanville Road<br>Purchase, NY 10577 |
| Steven Dowse          | Vice President, Information<br>Technology & CIO                                       | 100 Manhattanville Road<br>Purchase, NY 10577 |
| Paul Crinks           | Vice President, Greybox Logistical<br>Services                                        | 100 Manhattanville Road<br>Purchase, NY 10577 |
| Harold B. Aspis       | Vice President, General Counsel &<br>Assistant Secretary                              | 100 Manhattanville Road<br>Purchase, NY 10577 |
| Marc A. Pearlin       | Secretary & Assistant General<br>Counsel                                              | 100 Manhattanville Road<br>Purchase, NY 10577 |

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**DIRECTOR**

Edgar H. Grubb

Frank C. Herringer

Edward T. Mann

Charles E. Tingley

Robert A. Watson