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F96000006836

CSC network
PRESTON HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 198747 4327660

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : December 23, 1996

ORDER TIME : 10:36 AM

ORDER NO. : 198747-010

CUSTOMER NO: 4327660

CUSTOMER: Lore Gottberg, Legal Asst
Hunton & Williams
One Hanover Square, 14th Floor
P. O. Box 109
Raleigh, NC 27602

FILED
95 DEC 23 PM 2:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: FREIGHT HANDLERS, INC.

200002050012--8
-01/08/97--01028--005
*****70.00 *****70.00

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea C. Mabry



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 24, 1996

CSC NETWORKS

SUBJECT: FREIGHT HANDLERS, INC.
Ref. Number: W96000026921

RESUBMIT

Please give original
submission date as file date.

We have received your document for FREIGHT HANDLERS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please list the street address of each officer/director. If the officer/director does not have a street address, list the mailing address and write (N/A).

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6097.

Michael Mays
Document Specialist

Letter Number: 696A00057126

RECEIVED
96 DEC 27 AM 10:09
DIVISION OF CORPORATIONS

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. Freight Handlers, Inc.
(Name of corporation must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words of
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. North Carolina 3. 56-1741462
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. June 28, 1991 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. upon qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 607.1503, F.S.))
7. 320 West Ranson Street
Eugene-Varina, NC 27526
(Current mailing address)
8. any lawful business activities including but not limited to
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
providing contract labor to chain-store grocery stores
9. Name and street address of Florida registered agent:
Corporation Service Company
Office Address: 1201 Hayes Street
Tallahassee, Florida, 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: *Anna R. Duff*
(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.

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CLERK OF THE STATE
TALLAHASSEE, FLORIDA

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Charles W. Wall
Address: 320 West Ranson St.
Fuquay-Varina, NC 27526

Vice Chairman: _____
Address: _____

Director: Jayne E. Wall
Address: 320 West Ranson St.,
Fuquay-Varina, NC 27526

Director: _____
Address: _____

B. OFFICERS

President: Jayne E. Wall
Address: 320 West Ranson St., Fuquay-Varina, NC 27526

Vice President: Russell G. Snipes
Address: 320 West Ranson St., Fuquay-Varina, NC 27526

Secretary: Frances C. Snipes
Address: 320 West Ranson St., Fuquay-Varina, NC 27526

Treasurer: _____
Address: see attached Schedule for additional officers

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

13. Jayne E. Wall
(Signature of Chairman, Vice Chairman, or any officer listed in Number 12 of the application.)

14. President
(Typed or printed name and capacity of person signing application) JAYNE E. WALL
PRESIDENT

**Schedule to Application by Foreign Corporation
for Authorization to Transact Business in Florida**

12B continued:

Name and Title

Address

**Charles W. Wall, CEO
Eric Meierhoefer,
Senior Vice President**

**320 West Ranson St., Fuquay-Varina, N.C. 27526
320 West Ranson St., Fuquay-Varina, N.C. 27526**

STATE OF NORTH CAROLINA



Department of The
Secretary of State

CERTIFICATE OF EXISTENCE

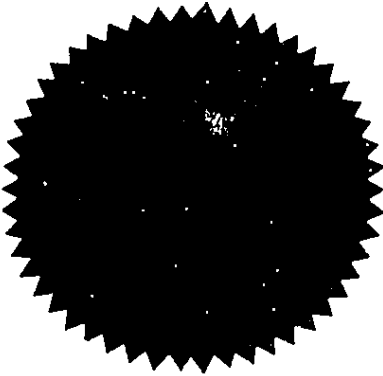
I, **JANICE H. FAULKNER**, Secretary of State of the State of North Carolina, do hereby certify that

FREIGHT HANDLERS, INC.

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 28th day of June, 1991, with its period of duration being perpetual.

I **FURTHER** certify that the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that its most recent annual report required by G.S. 55-16-22 has been delivered to the Secretary of State; and that the said corporation has not filed articles of dissolution as of the date of this certificate.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 11th day of December, 1996.



Janice H. Faulkner
Secretary of State

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SECRETARY OF STATE
RALEIGH, N.C.