

F97000002567



ACCOUNT NO. : 072100000032

REFERENCE : 788838 7128618

AUTHORIZATION :

Patricia Pizutto

COST LIMIT : \$ 35.00

ORDER DATE : August 4, 2000

ORDER TIME : 4:13 PM

ORDER NO. : 788838-600

400003352754--6

CUSTOMER NO: 7128618

CUSTOMER: Ms. Tracy L. Downs
Corporate Express Delivery
Suite 250
11 Greenway Plaza
Houston, TX 77046

FOREIGN FILINGS

NAME: CORPORATE EXPRESS DELIVERY
SYSTEMS - SOUTHEAST, INC.

XX PROFIT
NON-PROFIT

XX CORPORATE
LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Ta-tanisha Green

NC
8-10-00
PJS

FILED
DO AUG 10 PM 3:15
TALLAHASSEE, FLORIDA
RECEIVED
00 AUG 10 PM 1:38
DIVISION OF CORPORATION

PROFIT CORPORATION

SECTION I

1. Corporate Express Delivery Systems - Southeast, Inc.
Name of corporation as it appears on the records of the Department of State.

SECTION II

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 7-13-2000
5. Velocity Express Southeast, Inc.
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.

00 AUG 10 PM 3:15

F

James L. Downs
Signature

Tracy L. Downs
Typed or printed name

7-14-00
Date

Asst. Secretary
Title

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "CORPORATE EXPRESS DELIVERY SYSTEMS - SOUTHEAST, INC.", CHANGING ITS NAME FROM "CORPORATE EXPRESS DELIVERY SYSTEMS - SOUTHEAST, INC." TO "VELOCITY EXPRESS SOUTHEAST, INC.", FILED IN THIS OFFICE ON THE THIRTEENTH DAY OF JULY, A.D. 2000, AT 9 O'CLOCK A.M.---

2571042 8100

001396648



Edward J. Freel
Edward J. Freel, Secretary of State

0603647

AUTHENTICATION:

08-07-00

DATE:

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF

CORPORATE EXPRESS DELIVERY SYSTEMS - SOUTHEAST, INC.

It is hereby certified that:

1. The name of the corporation (hereinafter called the "corporation") is CORPORATE EXPRESS DELIVERY SYSTEMS - SOUTHEAST, INC.
2. The certificate of incorporation of the corporation is hereby amended by striking out Article One thereof and by substituting in lieu of said Article One the following new Article One:

"Article One

The name of the corporation (hereinafter called the "Corporation") is
VELOCITY EXPRESS SOUTHEAST, INC."

3. The amendment of the certificate of incorporation herein certified has been duly adopted and written consent has been given in accordance with the provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

Signed on June 30, 2000.

CORPORATE EXPRESS DELIVERY
SYSTEMS - SOUTHEAST, INC.

Attest:


Tracy L. Downs, Assistant Secretary

By: 
Vince Hammigan, Vice President