

F980000003985



ACCOUNT NO. : 072100000032

REFERENCE : 883633 7137090

AUTHORIZATION :

COST LIMIT :

Patricia Puyat
\$ 70.00

ORDER DATE : July 8, 1998

ORDER TIME : 10:23 AM

ORDER NO. : 883633-010

CUSTOMER NO: 7137090

8000002586388--9

CUSTOMER: Ms. Tift Shepherd
Troutman Sanders Lockerman &
600 Peachtree St. N.e. #5200

Atlanta, GA 30308

FOREIGN FILINGS

NAME: GEOLOGISTICS AIR SERVCIES INC..

FILED
98 JUL 13 PM 4:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W98-15798

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Bryant

fd 7/13/98

RECEIVED
98 JUL 13 AM 11:21
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

July 13, 1998

CSC

TALLAHASSEE, FL

SUBJECT: GEOLOGISTICS AIR SERVICES INC.
Ref. Number: W98000015798

RESUBMIT
Please give original
submission date as file date.

FILED
98 JUL 13 PM 4:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for GEOLOGISTICS AIR SERVICES INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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 (850) 487-6094.

Agnes Lunt
Document Specialist

Letter Number: 298A00037204

FILED
98 JUL 13 PM 3:22
DIVISION OF CORPORATION

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. **GeoLogistics Air Services Inc.**

(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. **Delaware**

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

3. **58-2401045**

(FEI number, if applicable)

4. **07-06-98**

(Date of Incorporation)

5. **Perpetual**

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

6. **Upon qualification**

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

7. **7001-B Cessna Drive**

Greensboro, North Carolina 27409

(Current mailing address)

8.

Any lawful purpose, including the transaction of customs brokerage business

(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: (P.O. Box or Mail Drop Box NOT acceptable)**

Name: **Corporation Service Company**

Office Address: **1201 Hays 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.

Corporation Service Company

By: **Karen B. Rozar**
(Registered agent's signature)

Karen B. Rozar, As Its Agent

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.

Additional Officers

Jeffry G. Conry	Vice President	1950 Spectrum Circle Suite A575 Marietta, GA 30067
Daniel Moore	Vice President & CFO	1950 Spectrum Circle Suite A575 Marietta, GA 30067
Roger Payton	Vice President	13952 Denver-West Parkway Golden, Colorado 80401
Gary Holter	Vice President & Assistant Secretary	330 S. Manheim Road Hillside, Illinois 60162

FILED

98 JUL 13 PM 4:06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12. Names and addresses of officers and/or directors: (Street address **ONLY**- P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only- P.O. Box NOT acceptable)

Chairman: Anthony J. Quinn

Address: 1950 Spectrum Circle, Suite A575

Marietta, Georgia 30067

Director:

Vice Chairman: Richard A. Faieta

Address: 7001-B Cessna Drive

Greensboro, N.C. 27409

Director: Mark Jerome

Address: 1950 Spectrum Circle, Suite A575

Marietta, Georgia 30067

Director: Louis J. Mitchell

Address: 1950 Spectrum Circle, Suite A575

Marietta, Georgia 30067

FILED
98 JUL 13 PM 4:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. OFFICERS (Street address only- P.O. Box NOT acceptable)

President: Richard A. Faieta

Address: 7001-B Cessna Drive

Greensboro, N.C. 27409

Vice President: David B. Irwin

Address: 7001-B Cessna Drive

Greensboro, N.C. 27409

Secretary: Louis J. Mitchell

Address: 1950 Spectrum Circle, Suite A575

Marietta, GA 30067

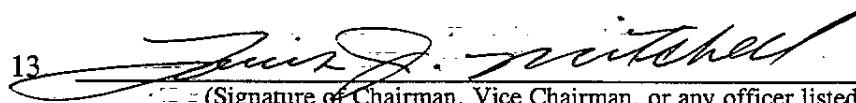
Treasurer: Lynn A. Turman

Address: 7001-B Cessna Drive

Greensboro, N.C. 27409

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. Louis J. Mitchell, Secretary

(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GEOLOGISTICS AIR SERVICES INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTH DAY OF JULY, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED
98 JUL 13 PM 4:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2917554 8300

981263996



9183709
07-08-98
Edward J. Freel
Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: