

CSC **THE UNITED STATES CORPORATION**
COMPA NY

E99000002876

ACCOUNT NO. : 072100000032

REFERENCE : 256195 7107477

AUTHORIZATION :

Patricia Piggett

COST LIMIT : \$ 285.00

ORDER DATE : May 27, 1999

ORDER TIME : 4:30 PM

ORDER NO. : 256195-010

300002894603--3

CUSTOMER NO: 7107477

CUSTOMER: Peggy Roberts, Legal Asst
Wilmer Cutler & Pickering
13th Floor
100 Light Street
Baltimore, MD 21202

FOREIGN FILINGS

NAME: APS LOGISTICS INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

RECEIVED
99 JUN -3 PM 1:47
TALLAHASSEE FLORIDA
SECRETARY OF STATE

FILED
99 JUN -3 AM 9:43
TALLAHASSEE FLORIDA
SECRETARY OF STATE

27
6/9

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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

1. APS Logistics 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. _____
(FEI number, if applicable)
4. May 17, 1999
(Date of Incorporation)
5. Perpetual
(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 817.155, F.S.))
7. 401 E. Pratt Street, Suite 1344, Baltimore, MD 21202

(Current mailing address)

- To engage or transact in any or all lawful activities permitted under the laws of the
8. United States, the State of Florida or any other state, country, territory or nation.
(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~~ **NO** acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

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: Deborah W. Skipper as agent
(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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TALLAHASSEE FLORIDA
32301

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: Timothy Chadwick

Address: 401 East Pratt Street, Suite 1344
Baltimore, MD 21202

Vice Chairman: Timothy Gilmore

Address: 401 East Pratt Street, Suite 1344
Baltimore, MD 21202

Director: _____

Address: _____

Director: _____

Address: _____

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

President: Timothy Chadwick

Address: 401 East Pratt Street, Suite 1344
Baltimore, MD 21202

Vice President: _____

Address: _____

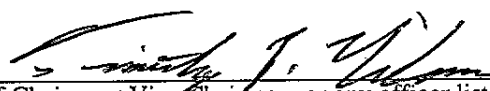
Secretary: Timothy Gilmore

Address: 401 East Pratt Street, Suite 1344
Baltimore, MD 21202

Treasurer: Timothy Gilmore

Address: 401 East Pratt Street, Suite 1344
Baltimore, MD 21202

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. Timothy Gilmore, Secretary/Treasurer
(Typed or printed name and capacity of person signing application)

99 JUN -6 AM 9:43
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "APS LOGISTICS 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 TWENTY-SIXTH DAY OF MAY, A.D. 1999.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "APS LOGISTICS INC." WAS INCORPORATED ON THE SEVENTEENTH DAY OF MAY, A.D. 1999.



Edward J. Freel

Edward J. Freel, Secretary of State

3044065 8300

991211132

AUTHENTICATION:

DATE:

9769146

05-26-99

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99 JUN -3 AM 9:44
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TALLAHASSEE FLORIDA