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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Document Number Only

**CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
850-222-1092**

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-03/03/00--01122--004
*****35.00 *****35.00

Corporation(s) Name

RPS, Inc.

to:

FedEX Ground Package System, Inc.

☐ Profit
☐ Nonprofit

☐ Foreign
☐ LLC

☐ Limited Partnership
☐ Reinstatement

☐ Certified Copy

☒ Amendment

☐ Dissolution

☐ Annual Report

☐ Reservation

☐ Fictitious Name

☐ Photocopies

☐ Merger

☐ Mark

☐ Other

☐ Ch. RA

☐ UCC

☐ CUS

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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To:

Melanie Strickland

MAR 3 -

N.C.

Thank You!

G. COULLETTE MAR 03 2000

**APPLICATION BY FOREIGN CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN
FLORIDA**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION I (1-3 must be completed)

1. RPS, Inc.
Name of corporation as it appears within the records of the Department of State.
2. Incorporated under laws of: Delaware
3. Date authorized to do business in Florida: September 10, 1986

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation?

February 3, 2000

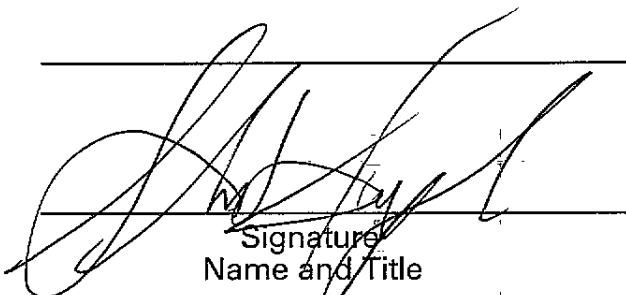
5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation:

FedEx Ground Package System, Inc.

6. If the amendment changes the period of duration, indicate new period of duration.

No Change

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.



Signature
Name and Title

Steven H. Taylor, Senior Vice President

2/29/00

Date

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 THAT THE SAID "RPS, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "FEDEX GROUND PACKAGE SYSTEM, INC.", THE THIRD DAY OF FEBRUARY, A.D. 2000, AT 3 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.




Edward J. Freel, Secretary of State

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AUTHENTICATION: 0264986

001081826

DATE: 02-17-00