

State of Idaho

Office of the Secretary of State

AMENDED CERTIFICATE OF AUTHORITY

OF

UPS WORLDWIDE LOGISTICS, INC.

File Number C 120436

I, PETE T. CENARRUSA, Secretary of the State, hereby certify that an Application for Amended Certificate of Authority, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Amended Certificate of Authority to reflect the name change from **UPS WORLDWIDE LOGISTICS, INC.** to **UPS SUPPLY CHAIN MANAGEMENT, INC.** and attach hereto a duplicate of the application for such amended certificate.

Dated: October 23, 2000

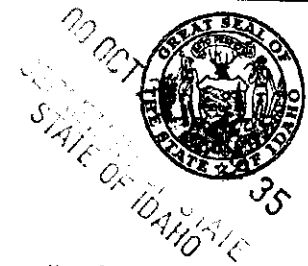


Pete T. Cenarrusa
SECRETARY OF STATE

By *Sonya Herald*

APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY

(Instructions on back of application)



To the Secretary of State of the State of Idaho:

Pursuant to Section 30-1-1504, **Idaho Code**, the undersigned Corporation hereby applies for an amended certificate of authority to transact business in the State of Idaho and for that purpose submits the following statement. Complete only applicable items.

1. A Certificate of Authority was issued to the corporation by your office on August 5 19 97, authorizing it to transact business in the State of Idaho under the name of UPS Worldwide Logistics, Inc.
2. Its corporate name has been changed to UPS Supply Chain Management, Inc.
3. The name which it shall use hereafter in the State of Idaho is UPS Supply Chain Management, Inc.
4. It has changed its jurisdiction of incorporation, without a change of corporate identity to: No Change

Dated: 10.4.00

UPS Supply Chain Management, Inc.
(Corporation Name)

By Clelia P. Fiordelisi
Clelia P. Fiordelisi

Assistant Secretary
(specify capacity of signer)

IDAHO SECRETARY OF STATE

Customer Acct # 10/23/2000 09:00
181128799 CT: 69776 BH: 356167

(If using pre-paid account)

Secretary of State **AMEND CERT # 2**

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State of Delaware
Office of the Secretary of State

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OCT 23 AM 9:34
SECRETARY OF STATE
STATE OF IDAHO

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "UPS WORLDWIDE LOGISTICS, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "UPS SUPPLY CHAIN MANAGEMENT, INC.", THE EIGHTEENTH DAY OF AUGUST, A.D. 2000, AT 10 O'CLOCK A.M.



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

2319511 8320

AUTHENTICATION: 0721270

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DATE: 10-06-00