

State of Idaho

Office of the Secretary of State

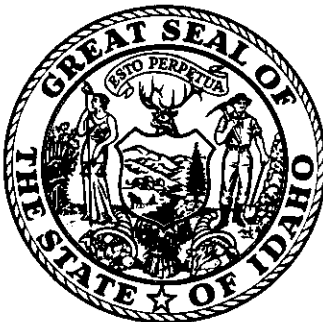
**CERTIFICATE OF AUTHORITY
OF
MENLO WORLDWIDE TRADE SERVICES, INC.**

File Number C 147158

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, 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 Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: 15 January 2003



Ben Yursa

SECRETARY OF STATE

By

Natalie Teninty



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

2003 JAN 15 PM 2:00
CLERK OF STATE

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1. The name of the corporation is:

Menlo Worldwide Trade Services, Inc.

2. The name which it shall use in Idaho is: _____

3. It is incorporated under the laws of: _____ Delaware

4. Its date of incorporation is: April 12, 1935

5. The address of its principal office is: c/o CNF Inc.

3240 Hillview Avenue, Palo Alto, CA 94304

6. The address to which correspondence should be addressed, if different from item 5, is:

1401 Shoreline Drive, Suite 2

7. The street address of its registered office in Idaho is: Boise, ID 83702

and its registered agent in Idaho at that address is: Corporation Service Company

8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
<u>see attached rider</u>		

Dated: January 06, 2003

Signature: _____

Typed Name: Eberhard G.H. Schmoller

Capacity: Assist Sec

Customer Acct # : _____

(If using pre-paid account)

Secretary of State use only

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forms\app\forcentofauthority_profit.pm6
Revised 07/2002

IDAHO SECRETARY OF STATE
01/15/2003 05:00
CK: 234510 CT: 16050 BH: 657001
1 @ 100.00 = 100.00 AUTH PRO # 3
1 @ 20.00 = 20.00 EXPEDITE C # 4

Directors, Officers Report

Menlo Worldwide Trade Services, Inc. (formerly Emery Distribution Systems)

01/10/2003

DIRECTORS

Robert C. Conlon **Director**

Primary Address: One Lagoon Drive, #400
Redwood City, CA 94065

Daniel P. O'Connell **Director**

Primary Address: One Lagoon Drive, #400
Redwood City, CA 94065

Peter K. Quantrill **Director**

Primary Address: One Lagoon Drive, #400
Redwood City, CA 94065

John H. Williford **Director**

Primary Address: One Lagoon Drive, #300
Redwood City, CA 94065

OFFICERS

John H. Williford **Chairman of the Board**

Primary Address: One Lagoon Drive, #300
Redwood City, CA 94065

Robert C. Conlon **Vice President, Corporate Counsel and Secretary**

Primary Address: One Lagoon Drive, #400
Redwood City, CA 94065

Daniel P. O'Connell **Vice President, Controller and Treasurer**

Primary Address: One Lagoon Drive, #400
Redwood City, CA 94065

Peter K. Quantrill **Vice President - International**

Primary Address: One Lagoon Drive, #400
Redwood City, CA 94065

Theodor Iwaszkiw, Jr. **Managing Director**

Primary Address: 6940 A. Engle Road
Middleburg Heights, OH 44130

Christine Callahan

Assistant Secretary

Primary Address: One Lagoon Drive, #400
Redwood City, CA 94065

Jeffrey K. Hammond

Assistant Secretary

Primary Address: 6940 A Engle Road
Middleburg Heights, OH 44130

Keith A. Sawallich

Assistant Secretary

Primary Address: 1717 N.W. 21st Street
Portland, OR 97209-1797

Eberhard G. H. Schmoller

Assistant Secretary

Primary Address: 3240 Hillview Avenue
Palo Alto, CA 94304

Debra F. Schramm

Assistant Secretary

Primary Address: 1717 N.W. 21st Avenue
Portland, OR 97209

J. Craig Boretz

Assistant Treasurer

Primary Address: 1717 N.W. 21st Avenue
Portland, OR 97209-1797

George J. Kopp

Assistant Treasurer

Primary Address: 700 Keystone Industrial Park
Mail Stop 490
Throop, PA 18512

Mark C. Thickpenny

Assistant Treasurer

Primary Address: 3240 Hillview Avenue
Palo Alto, CA 94304

Delaware

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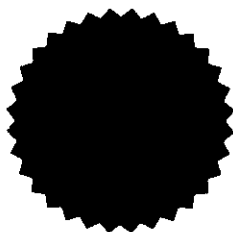
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MENLO WORLDWIDE TRADE 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 SIXTH DAY OF JANUARY, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "MENLO WORLDWIDE TRADE SERVICES, INC." WAS INCORPORATED ON THE TWELFTH DAY OF APRIL, A.D. 1935.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

0340611 8300

AUTHENTICATION: 2186786

030006848

DATE: 01-06-03