

Department of State.

CENTRAL CONTROL AIR FREIGHT, INC.

_____ for a Certificate of Authority to transact business in this State,
duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have
been received in this office and are found to conform to law.

Dated **October 12, 1982**



Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is CENTRAL CONTROL AIR FREIGHT, INC.
2. *The name which it shall use in Idaho is CENTRAL CONTROL AIR FREIGHT, INC.
3. It is incorporated under the laws of Michigan
4. The date of its incorporation is August 6, 1982 and the period of its duration is perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 34200 Mound Road, Sterling Heights, MI. 48077
6. The address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is CT CORPORATION SYSTEM
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
Air freight forwarding

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

| Name | Office | Address |
|--------------------|--------|---------|
| SEE ATTACHED RIDER | | |
| | | |
| | | |
| | | |

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

| Number of Shares | Class | Par Value Per Share or Statement That Shares Are Without Par Value |
|------------------|----------|--|
| <u>1,000</u> | <u>A</u> | <u>\$1.00</u> |
| <u>700</u> | <u>B</u> | <u>\$1.00</u> |
| | | |
| | | |

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

| Number of Shares | Class | Par Value Per Share or Statement That Shares Are Without Par Value |
|------------------|-------|--|
| 100 | A | \$1.00 |
| 70 | B | \$1.00 |

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated SEPT. 20, 1982

CENTRAL CONTROL AIR FREIGHT, INC.

By *R. W. Lech*

R. W. Lech

Its ~~Ex~~ Vice President

and *A. A. Moroun*

A. A. Moroun

Its Secretary

STATE OF MICHIGAN)

COUNTY OF MACOMB) ss:

I, *Kathleen M. Jones*, a notary public, do hereby certify that on this 20th day of September, 1982, personally appeared before me R. W. Lech, who being by me first duly sworn, declared that he is the Vice President of CENTRAL CONTROL AIR FREIGHT, INC.

that he signed the foregoing document as Vice President of the corporation and that the statements therein contained are true.

Kathleen M. Jones
KATHLEEN M. JONES
Notary Public, Macomb County, MI
My Commission Expires Oct. 6, 1985
Acting in Oakland Co.
Notary Public

*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

OFFICERS OF CENTRAL CONTROL AIR FREIGHT, INC.

| NAMES | OFFICE | ADDRESSES |
|----------------|--|--|
| M. J. Moroun | Chairman of Board | 34200 Mound Road Sterling Hts., Mi. 48077 |
| C. M. Stallard | President/Treasurer | 9308 Harrison Rd. Romulus, MI. 48174 |
| R. W. Lech | Vice Chairman/ Exec. Vice Pres./ Asst. Secy. | 34200 Mound Road Sterling Hts., Mi. 48077 |
| A. A. Moroun | Vice Pres./Secy./ Asst. Treas. | 34200 Mound Road Sterling Hts., Mi. 48077 |

DIRECTORS

| NAMES | ADDRESSES |
|--------------|---|
| M. J. Moroun | 34200 Mound Road Sterling Heights, MI. 48077 |
| A. A. Moroun | 34200 Mound Road Sterling Heights, MI. 48077 |
| R. W. Lech | 34200 Mound Road Sterling Heights, MI. 48077 |



This is to Certify That the Annexed Copy of

Articles of Incorporation and Amendment of CENTRAL CONTROL AIR FREIGHT, INC.

has been compared by me with the record on file in this Department and that the same is a true copy thereof, and the whole of such record.

In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 13th day of September 19 82

Robert H. Hagan
Director

(Please do not write in spaces below — for Department use)

| | |
|---|-------------------------------|
| MICHIGAN DEPARTMENT OF COMMERCE — CORPORATION AND SECURITIES BUREAU | |
| EFFECTIVE DATE If different than date of filing: AUG - 6 1982 Administrator MICHIGAN DEPARTMENT OF COMMERCE Corporation & Securities Bureau | Date Received AUG - 6 1982 |
| Corporation Number 235-707 | |

ARTICLES OF INCORPORATION

Domestic Profit Corporation
(SEE INSTRUCTIONS ON REVERSE SIDE)

These Articles of Incorporation are signed by the incorporator(s) for the purpose of forming a profit corporation pursuant to the provisions of Act 284, Public Acts of 1972, as amended, as follows:

ARTICLE I (See Part 2 of Instructions on Page 4.)

The name of the corporation is CENTRAL CONTROL AIR FREIGHT, INC. ✓

(See Part 2 of Instructions on Page 4.)

ARTICLE II (If space below is insufficient, continue on Page 2.)

The purpose or purposes for which the corporation is organized is to engage in any activity within the purposes for which corporations may be organized under the Business Corporation Act of Michigan.

all lawful purposes.

ARTICLE III

The total authorized capital stock is:

Class A, 100 (voting)
Common Shares

Per Value Per Share \$ 1.00

Class B

Preferred Shares 70 (non-voting)

Per Value Per Share \$ 1.00

and/or shares without par value as follows (See Part 4 of Instructions on Page 4.)

Common Shares

Stated Value Per Share \$

Preferred Shares

Stated Value Per Share \$

4. A statement of all or any of the relative rights, preferences and limitations of the shares of each class is as follows:
(If space below is insufficient, continue on Page 3.)

Class A stock carries voting right for all corporate purposes of one vote for each share of stock. Class B stock has no rights to vote. Except for the right to vote, Class A and Class B stock do not differ. Transfer of all stock is subject to a Right of First Refusal Agreement.

ARTICLE IV

1. The address of the initial registered office is: (See Part 5 of instructions on Page 4.)

34200 Mound Road, Sterling Heights

NO. AND STREET

CITY

Michigan

48077

ZIP

2. Mailing address of the initial registered office. (Need not be completed unless different than above.) (See Part 5 of instructions on Page 4.)

P.O. Box 80,

Warren

P.O. BOX

CITY

Michigan

48090

ZIP

3. The name of the initial resident agent at the registered office is:

R. W. Lech

ARTICLE V (See Part 5 of instructions on Page 4.)

The name(s) and address(es) of the incorporator(s) is (are) as follows:

Name

Resident or Business Address

Patrick A. Moran 555 S. Woodward, 5th Floor North, Birmingham, MI 48011

ARTICLE VI (Delete in its entirety if not applicable.)

When a compromise or arrangement or a plan of reorganization of this corporation is proposed between this corporation and its creditors or any class of them or between this corporation and its shareholders or any class of them, a court of equity jurisdiction within the state, on application of this corporation or of a creditor or shareholder thereof, or on application of a receiver appointed for the corporation, may order a meeting of the creditors or class of creditors or of the shareholders or class of shareholders to be affected by the proposed compromise or arrangement or reorganization, to be summoned in such manner as the court directs. If a majority in number representing 3/4 in value of the creditors or class of creditors, or of the shareholders or class of shareholders to be affected by the proposed compromise or arrangement or a reorganization, agree to a compromise or arrangement or a reorganization of this corporation as a consequence of the compromise or arrangement, the compromise or arrangement and the reorganization, if sanctioned by the court to which the application has been made, shall be binding on all the creditors or class of creditors, or on all the shareholders or class of shareholders and also on this corporation.

ARTICLE VII OPTIONAL (Delete in its entirety if not applicable.)

Any action required or permitted by this act to be taken at an annual or special meeting of shareholders may be taken without a meeting, without prior notice and without a vote, if a consent in writing, setting forth the action so taken, is signed by the holders of outstanding stock having not less than the minimum number of votes that would be necessary to authorize or take the action at a meeting at which all shares entitled to vote thereon were present and voted.

Prompt notice of the taking of the corporate action without a meeting by less than unanimous written consent shall be given to shareholders who have not consented in writing.

(Use space below for continuation of previous Articles and/or for additional Articles.)

Please indicate which article you are responding to and/or insert any desired additional provisions authorized by the act by adding additional articles here.

I (we), the Incorporator(s) sign my (our) name(s) this 6th day of August 19 82



Patrick A. Moran

| MICHIGAN DEPARTMENT OF COMMERCE — CORPORATION AND SECURITIES BUREAU | |
|---|--------------------|
| FILED SEP 13 1982 Administrator MICHIGAN DEPARTMENT OF COMMERCE Corporation & Securities Bureau | Date Received |
| | AUG 17 1982 |
| | |
| | |
| CORPORATION NUMBER | 235-707 |

(See Instructions on Reverse Side)

(For Use by Domestic Corporations)

CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION

The undersigned corporation executes the following Certificate of Amendment to its Articles of Incorporation pursuant to the provisions of Section 631, Act 284, Public Acts of 1972, as amended:

1. The name of the corporation is Central Control Air Freight, Inc.

2. The location of the registered office is

34200 Mound Road Sterling Heights, Michigan 48077
 (No. and Street) (Town or City) (Zip Code)

3. The following amendment to the Articles of Incorporation was adopted on the 16th day of August, 1982. (Check one of the following)

- () by the shareholders in accordance with Section 611 (2), Act 284, Public Acts of 1972, as amended. The necessary number of shares as required by statute were voted in favor of the amendment.
- () by written consent of the shareholders having not less than the minimum number of votes required by statute in accordance with Section 407 (1) and (2), Act 284, Public Acts of 1972, as amended. Written notice to shareholders who have not consented in writing has been given. (Note: Written consent by less than all of the shareholders is permitted only if such provision appears in Articles of Incorporation.)
- (X) by written consent of all the shareholders entitled to vote in accordance with Section 407 (3), Act 284, Public Acts of 1972, as amended.

Resolved, that Article III of the Articles of Incorporation be amended to read as follows: (Any article being amended is required to be set forth in its entirety.)
 The total authorized capital stock is:

Class A,
 1. Common Shares 1,000 (voting) Par Value Per Share \$ 1.00
 Class B
 Shares 700 (non-voting) Par Value Per Share \$ 1.00
 and/or shares without par value as follows (See Part 4 of instructions on Page 4.)

Common Shares _____ Stated Value Per Share \$ _____
 2. Preferred Shares _____ Stated Value Per Share \$ _____

3. A statement of all or any of the relative rights, preferences and limitations of the shares of each class is as follows:

Class A shares shall carry voting rights for all corporate purposes of one vote for each share of stock.

Class B non-voting shares shall have preference and priority as to dividends and liquidation and dividends shall be at a non-cumulative, non-participating, fixed payout rate.

Transfer of any shares are subject to a Right of First Refusal Agreement and subject to the existing By-Laws.

Signed this 16th day of August, 1982

BY R. W. Lech
 (Signature of President, Vice-President, Chairperson or Vice-Chairperson)

R. W. Lech Vice-Chairperson

(Type or Print Name and Title)