

State of Idaho

Office of the Secretary of State

**CERTIFICATE OF AUTHORITY
OF
FEDEX CUSTOM CRITICAL, INC.**

File Number C 133860

I PETE T. CENARRUSA, 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: May 8, 2000



Pete T. Cenarrusa
SECRETARY OF STATE

By *Keri Knusch*

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Instructions on Back of Application)

To the Secretary of State of Idaho

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

1. The name of the corporation is FedEx Custom Critical, Inc.
2. The name which it shall use in Idaho is _____
3. It is incorporated under the laws of Ohio
4. Its date of incorporation is 11/5/75
5. The address of its principal office is 2088 South Arlington Road, Akron, Ohio 44306
6. The address to which correspondence should be addressed, if different than item 5, is _____
7. The street address of its registered office in Idaho is 300 North 6th Street, Boise, Idaho 83701
_____, and its registered agent in Idaho at that address is C T Corporation System
8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
See attached list of directors and officers		

Dated: May 4, 2000

FedEx Custom Critical, Inc.

(Corporation name)

By _____

Andrew M. Baalborg

Its _____ Secretary
(specify capacity of signer)

Customer Acct #:

IDAHO SECRETARY OF STATE

(If using pre-paid account)

05/05/2000 09:00
CK: 141056724 CT: 90207 DI: 315885

1 @ 100.00 = 100.00 AUTH PRO # 2

C133860

9 Incorporations/ACA2 pm6 Revised 4/97

Appendix to Idaho
Application for Certificate of Authority

**Directors and Officers of
FedEx Custom Critical, Inc.**

1. R. Bruce Simpson, President and Director
2088 South Arlington Road
Akron, Ohio 44306
2. T. Michael Glenn, Director
942 South Shady Grove Road
Memphis, Tennessee 38120
3. Alan B. Graf, Jr., Director
942 South Shady Grove Road
Memphis, Tennessee 38120
4. Dennis H. Jones, Director
942 South Shady Grove Road
Memphis, Tennessee 38120
5. Kenneth R. Masterson, Director
942 South Shady Grove Road
Memphis, Tennessee 38120
6. John G. Pickard, Vice President - Service and Director
2088 South Arlington Road
Akron, Ohio 44306
7. Joel N. Childs, Vice President - Marketing and Planning
2088 South Arlington Road
Akron, Ohio 44306
8. Brendan L. O'Sullivan, Vice President - Finance and CFO
2088 South Arlington Road
Akron, Ohio 44306
9. John P. Palma, Vice President - Sales
2088 South Arlington Road
Akron, Ohio 44306
10. Robert J. Reitz, Vice President and Controller
2088 South Arlington Road
Akron, Ohio 44306
11. Regina Sacha, Vice President - Human Resources
2088 South Arlington Road
Akron, Ohio 44306
12. Kimble H. Scott, Vice President and General Counsel
2088 South Arlington Road

Appendix to Application for Certificate of Authority (cont)

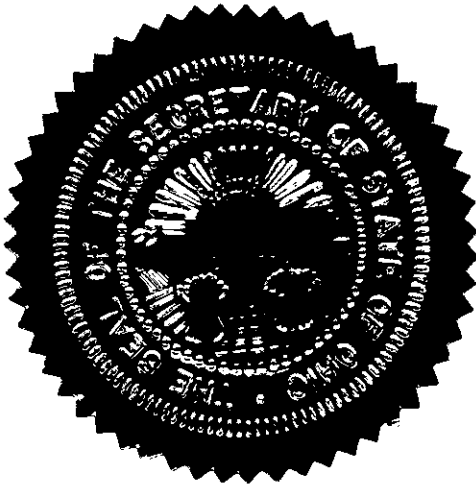
Akron, Ohio 44306

13. James F. Snider, II, Vice President & General Manager, White Glove
Svcs
2088 South Arlington Road
Akron, Ohio 44306
14. Andrew M. Paalborg, Secretary
942 South Shady Grove Road
Memphis, Tennessee 38120
15. Michael D. Fryt, Assistant Treasurer
942 South Shady Grove Road
Memphis, Tennessee 38120

**UNITED STATES OF AMERICA,
STATE OF OHIO,
OFFICE OF THE SECRETARY OF STATE.**



I, J. Kenneth Blackwell, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations; that said records show FEDEX CUSTOM CRITICAL, INC., an Ohio corporation, Charter No. 473395, having its principal location in Akron, County of Summit, was incorporated on November 5, 1975 and is currently in GOOD STANDING upon the records of this office.



WITNESS my hand and official seal at

Columbus, Ohio on

April 27, 2000

A handwritten signature in cursive script that reads "J. Kenneth Blackwell".

**J. Kenneth Blackwell
Secretary of State**