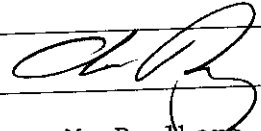


No. C 65053	Due no later than Oct 31, 2000 Annual Report Form		2. Registered Agent and Office NO PO BOX C T CORPORATION SYSTEM 300 NORTH SIXTH STREET BOISE, ID 83701
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FILING FEE IF RECEIVED BY DUE DATE	1. Mailing Address - Correct in this box, if applicable FEDERAL EXPRESS CORPORATION ANDREW M PAALBORG 942 S SHADY GROVE RD MEMPHIS, TN 38120		3. <u>New</u> Registered Agent Signature

4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.

<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>
President	David J. Bronczek	2005 Corporate Avenue	Memphis	TN	38132
Secretary	George W. Hearn	942 S. Shady Grove Road	Memphis	TN	38120

Complete list of officers and directors attached.

5. Organized Under the Laws of: DELAWARE C 65053	6. Signature  Name (Typed or Printed) <u>Andrew M. Paalborg</u>	Date <u>11/1/00</u> Title: Assistant XXXX Secretary
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Federal Express Corporation

DIRECTORS

Frederick W. Smith Chairman of the Board	942 South Shady Grove Road, Memphis, TN 38120
David J. Bronczek	2005 Corporate Avenue, Memphis, TN 38132
Robert B. Carter	942 South Shady Grove Road, Memphis, TN 38120
Michael L. Ducker	2005 Corporate Avenue, Memphis, TN 38132
T. Michael Glenn	942 South Shady Grove Road, Memphis, TN 38120
Alan B. Graf, Jr.	942 South Shady Grove Road, Memphis, TN 38120
George W. Hearn	942 South Shady Grove Road, Memphis, TN 38120
Kenneth R. Masterson	942 South Shady Grove Road, Memphis, TN 38120
David F. Rebholz	2005 Corporate Avenue, Memphis, TN 38132
Theodore L. Weise	2005 Corporate Avenue, Memphis, TN 38132

Federal Express Corporation

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
David J. Bronczek	President and Chief Executive Officer	2005 Corporate Avenue Memphis, TN 38132
Michael L. Ducker	Executive Vice President - International	2005 Corporate Avenue Memphis, TN 38132
David F. Rebholz	Executive Vice President - Operations and Systems Support	2005 Corporate Avenue Memphis, TN 38132
Donald O. Barber	Senior Vice President - Air Operations	2005 Corporate Avenue Memphis, TN 38132
R. Larry Brown	Senior Vice President and Chief Personnel Officer	2005 Corporate Avenue Memphis, TN 38132
Juan N. Cento	Senior Vice President and President - Latin America and Caribbean	701 Waterford Way Miami, FL 33126
Karen M. Clayborne	Senior Vice President and General Counsel	3620 Hacks Cross Road Memphis, TN 38125
Donald F. Colleran	Senior Vice President and President - Canada Division	5985 Explorer Drive Mississauga, Ontario, Canada L4W 5K6
David L. Cunningham, Jr.	Senior Vice President and President - Asia Pacific Division	88 Queensway Hong Kong
Robert W. Elliott	Senior Vice President and President - Europe, Middle East and Africa Division	Airport Building 119 B-1820 Melsbroeck, Belgium
Leonard B. Feiler	Senior Vice President - Central Support Services	2005 Corporate Avenue Memphis, TN 38132
William J. Logue	Senior Vice President - Air-Ground and Freight Services	2005 Corporate Avenue Memphis, TN 38132
Kenneth A. May	Senior Vice President - United States	2005 Corporate Avenue Memphis, TN 38132

Federal Express Corporation

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Tracy G. Schmidt	Senior Vice President and Chief Financial Officer	2005 Corporate Avenue Memphis, TN 38132
Dianne M. Stokely	Senior Vice President - Customer Services	2005 Corporate Avenue Memphis, TN 38132
Mark R. Allen	Vice President - Legal - Asia/Pacific	St. Goedeleplein 1000 Brussels, Belgium
John W. Allison	Vice President - Planning, Engineering and Support - Asia/Pacific	88 Queensway Road Hong Kong
Brian T. Baucke	Vice President - Tax	2185 Democrat Memphis, TN 38132
Robert J. Bennett	Vice President - Planning and Administration - Latin America and Caribbean	701 Waterford Way Miami, FL 33126
Terry R. Benton	Vice President - Sales - Latin America and Caribbean	701 Waterford Way Miami, FL 33126
David Binks	Vice President - Marketing and Communications - United Kingdom and Continental Europe	Airport Building 119 1820 Melsbroek, Belgium
Mark S. Blair	Vice President - Supplemental Air Operations	2892 Business Park Drive Memphis, TN 38118
Donna J. Brazelton	Vice President - Personnel - Canada	5985 Explorer Drive Mississauga, Ontario, Canada L4W 5K6
Linda C. Brigance	Vice President - Regional ITD Systems - Asia/Pacific	88 Queensway Road Hong Kong

Federal Express Corporation

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Shannon A. Brown	Vice President and General Manager - Air-Ground and Freight Services - Southern Region	1790 Kirby Parkway Memphis, TN 38138
Scott K. Bunker	Vice President - Regional Operations - Southern Region	1790 Kirby Parkway Memphis, TN 38138
Alain Chaille	Vice President - Sales - Europe, Middle East and Africa	Airport Building 119 B-1820 Melsbroek, Belgium
George Chalmers	Vice President - Sales - Canada	5985 Explorer Drive Mississauga, Ontario, Canada L4W 5K6
Ka-Leung Chan	Vice President - China and Mid-Pacific	4 Des Voeux Road Hong Kong
Bruce B. Cheever II	Vice President - Flight Operations Support	3131 Democrat Road Memphis, TN 38118
Michael P. Coffman	Vice President/General Manager - Air-Ground and Freight Services - West	5927 W. Imperial Highway Los Angeles, CA 90045
Julio Colomba	Vice President - Puerto Rico and Caribbean	8240 N.W. 52nd Terrace Miami, FL 33166
Mary K. Coulter	Vice President - Customer Support Services	3796 Lamar Avenue Memphis, TN 38118
Michael B. Cukor	Vice President - Base Maintenance	3131 Democrat Road Memphis, TN 38118
Harry M. Dalton	Vice President - Technology Services	90 FedEx Parkway Collierville, TN 38017
Thomas J. Doherty	Vice President - National Hub Operations - South/Nights	2903 Sprankle Drive Memphis, TN 38118
Karen A. Dreyer	Vice President - Finance - Latin America and Caribbean	701 Waterford Way Miami, FL 33126

Federal Express Corporation

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Paul A. Evans	Vice President - Electronic Commerce and Customer Service	Airport Building 119 B-1820 Melsbroek, Belgium
Henry D. Fields	Vice President - Regional ITD - Latin America and Caribbean	701 Waterford Way Miami, FL 33126
Vincent S. Fifer	Vice President - Global Training	2600 Nonconah Boulevard Memphis, TN 38132
John E. Formisano	Vice President - Regional Operations - Mid-Atlantic Region	11921 Freedom Drive Reston, VA 22090
Richard F. Gerber	Vice President - Legal - Europe, Middle East and Africa	Airport Building 119 B-1820 Melsbroek, Belgium
Lynn Gorman	Vice President - Vehicle Maintenance	2655 Dividend Drive Memphis, TN 38132
Clifford J. Hardt	Vice President	80 FedEx Parkway Collierville, TN 38017
Sheila T. Harrell	Vice President - Customer Service Strategic Planning and Analysis	3796 Lamar Avenue Memphis, TN 38118
William P. Henrikson	Vice President - Corporate Security	2005 Corporate Avenue Memphis, TN 38132
Cynthia L. Henson	Vice President - Customer Service	3796 Lamar Avenue Memphis, TN 38118
Michael W. Hillard	Vice President and Controller/Worldwide	2007 Corporate Avenue Memphis, TN 38132
Joe D. Hinson	Vice President - Global Operations Planning	3680 Hacks Cross Road Memphis, TN 38125

Federal Express Corporation

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Danny D. Janssens	Vice President - Regional ITD - Europe, Middle East and Africa	St. Goedeleplein 1000 Brussels, Belgium
Clifford P. Johnson	Vice President and Regional Counsel - Canada	5985 Explorer Drive Mississauga, Ontario, Canada L4W 5K6
Edith Kelly-Green	Vice President - Strategic Sourcing and Supply	3131 Democrat Memphis, TN 38118
Charles E. Kennedy	Vice President - Legal - Latin America and Caribbean	701 Waterford Way Miami, FL 33126
F. D. Kenny	Vice President - Personnel Services/Operations Support	2605 Nonconnah Boulevard Memphis, TN 38132
Walter W. Kimbrough	Vice President - Corporate Personnel Services	3796 Lamar Avenue Memphis, TN 38118
Kenneth F. Koval	Vice President - Finance - Europe, Middle East and Africa	Airport Building 119 B-1820 Melsbroek, Belgium
Amy E. Langston	Vice President - Planning and Analysis - National Hub Operations	3101 Tchulahoma Memphis, TN 38118
Connie Lewis Lensing	Vice President - Legal	3620 Hacks Cross Road Memphis, TN 38125
Stephen P. Liberto	Vice President - Planning, Engineering and Operations Support - Europe, Middle East and Africa	Airport Building 119 B-1820 Melsbroek, Belgium
Thomas E. Lynch	Vice President - Regional Operations - Eastern Region	1 Century Drive Parsippany, NJ 07054
Donald W. Maliniak	Vice President - Labor Relations	3620 Hacks Cross Road Memphis, TN 38125
Diane B. Mattman	Vice President - Worldwide Revenue Operations	2600 Thousand Oaks Memphis, TN 38118

Federal Express Corporation

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Mary H. McDaniel	Vice President - Aircraft Materiel	3131 Democrat Road Memphis, TN 38118
Douglas J. McKenna	Vice President and General Manager - Air-Ground and Freight Services - Northeastern Region	One Penn Plaza New York, NY 10119
Larry W. McMahan	Vice President - Corporate Human Resources Development	3670 Hacks Cross Road Memphis, TN 38125
Bernard Mercier	Vice President - Operations - Southern Europe	Batiment 3 95711 Roissy, France
Bennett T. Merida	Vice President - United States Operations Planning and Support	3620 Hacks Cross Road Memphis, TN 38125
John S. Miles	Vice President - Personnel - Europe, Middle East and Africa	Airport Building 119 B 1820 Melsbroek, Belgium
Michael T. Mitchell	Vice President - Finance - Asia/Pacific	88 Queensway Road Hong Kong
James R. Muhs, Sr.	Vice President - Global Operations Scheduling and Control	3680 Hacks Cross Road Memphis, TN 38125
Ann M. Mullis	Vice President - Personnel - Asia/Pacific	88 Queensway Road Hong Kong
Francis M. Murkowski	Vice President - Marketing - Latin America and Caribbean	701 Waterford Way Miami, FL 33126
Thomas W. O'Hearn	Vice President - Northern Europe Operations	35/37 Amersham Hill High Wycombe Bucks, England HP13 6NU
Rush O'Keefe	Vice President - Regulatory	3620 Hacks Cross Road Memphis, TN 38125

Federal Express Corporation

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Hamdi A. Osman	Vice President - Middle East Operations	Dubai World Trade Center Dubai, United Arab Emirates
Reginald Owens, Sr.	Vice President - National Hub Operations - South/Day	2903 Sprankle Drive Memphis, TN 38118
Robert A. Palmer	Vice President - Field Sort Operations - East	6311 Air Way Drive Indianapolis, IN 46241
Cary C. Pappas	Vice President - Global Trade Services and Quality	6625 Lenox Park Boulevard Memphis, TN 38115
James R. Parker	Vice President - Fleet Development and Acquisitions	2005 Corporate Avenue Memphis, TN 38132
Mark D. Patterson	Vice President - Sales - Asia/Pacific	88 Queensway Hong Kong
Michael K. Pigors	Vice President - Regional Operations - Western Region	2601 Main Street Irvine, CA 92614
Roger A. Podwoski	Vice President – Business Development Planning and Analysis – Air-Ground and Freight Services	2005 Corporate Avenue Memphis, TN 38132
Steven E. Priddy	Vice President - Personnel Administration	4009 Airways Boulevard Memphis, TN 38116
Adam Psarianos	Vice President - Regional Operations - Southwestern Region	909 East Las Colinas Boulevard Irving, Texas 75039
Robert L. Rachor, Jr.	Vice President – Safety and Airworthiness	3131 Democrat Road Memphis, TN 38118
Nancy Reynolds	Vice President - ITD - Canada	5985 Explorer Drive Mississauga, Ontario, Canada L4W 5K6
Cathy D. Ross	Vice President - Financial Planning - United States	3620 Hacks Cross Road Memphis, TN 38125

Federal Express Corporation

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
David J. Ross	Vice President - Northern Pacific Region	16 Ichiban-Cho Chiyoda-Ku, Tokyo 102, Japan
P. B. Scott Sanwick	Vice President - Flight Operations	3131 Democrat Road Memphis, TN 38118
Glenn D. Sessoms	Vice President - Retail Operations/Strategic	6625 Lenox Park Boulevard Memphis, TN 38115
David W. Slipper	Vice President - Central and Eastern Europe Operations	Airport Building 119 B-1820 Melsbroek, Belgium
David C. Slonim	Vice President - Line Maintenance	3131 Democrat Road Memphis, TN 38118
Raymond M. Sluk	Vice President - Mexico and Central America	Avenue Vasco De Quiroga 2999 Col. Pena Blanca Santa Fe Distrito Federal 01207 Mexico City, Mexico
Graham R. Smith	Vice President - Properties and Facilities	3680 Hacks Cross Road Memphis, TN 38125
Arthur Stanley	Vice President - Canadian Ground Operations	5985 Explorer Drive Mississauga, Ontario, Canada L4W 5K6
Karl O. Stingily	Vice President - Finance - Canada	5985 Explorer Drive Mississauga, Ontario, Canada L4W 5K6
Rajesh Subramaniam	Vice President - Marketing and Communications - Electronic Commerce and Customer Services - Asia/Pacific Region	88 Queensway Road Hong Kong
Matthew Thornton III	Vice President - Regional Operations - Central Region	1100 Lake Cook Road, 4th Floor Buffalo Grove, IL 60089
Ronald D. Wickens	Vice President - AOD Strategic Projects	3131 Democrat Road Memphis, TN 38118

Federal Express Corporation

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Linda K. Williamson	Vice President - Personnel - Latin America and Caribbean	701 Waterford Way Miami, FL 33126
Kenneth L. Willoughby	Vice President/General Manager - Air-Ground and Freight Services - Central Region	1100 Lake-Cook Road Buffalo Grove, IL 60089
Peter P. Yin	Vice President - South Pacific	300 Beach Road Singapore 199555, Singapore
George W. Hearn	Secretary	942 South Shady Grove Road Memphis, TN 38120
Mark R. Allen	Assistant Secretary	St. Goedeplein 1000 Brussels, Belgium
Cary Blancett	Assistant Secretary	3620 Hacks Cross Road Memphis, TN 38125
A. Doyle Cloud, Jr.	Assistant Secretary	300 Maryland Avenue N.E. Washington, D.C. 20002
James H. Ferguson	Assistant Secretary	3620 Hacks Cross Road Memphis, TN 38125
Richard F. Gerber	Assistant Secretary	Airport Building 119 B-1820 Melsbroek, Belgium
Robert D. Henning	Assistant Secretary	942 South Shady Grove Road Memphis, TN 38120
Charles E. Kennedy	Assistant Secretary	701 Waterford Way Miami, FL 33126
Andrew S. Lynn	Assistant Secretary	St. Goedeplein 1000 Brussels, Belgium
Joseph C. McCarty	Assistant Secretary	6075 Poplar Avenue Memphis, TN 38119

Federal Express Corporation

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Andrew M. Paalborg	Assistant Secretary	942 South Shady Grove Road Memphis, TN 38120
Christine P. Richards	Assistant Secretary	942 South Shady Grove Road Memphis, TN 38120
Brian T. Baucke	Assistant Treasurer	2185 Democrat Memphis, TN 38132
John W. Bell	Assistant Treasurer	2185 Democrat Road Memphis, TN 38132
Michael D. Fryt	Assistant Treasurer	942 South Shady Grove Road Memphis, TN 38120
Robert D. Mitchell	Assistant Treasurer	942 South Shady Grove Road Memphis, TN 38120
Burnetta B. Williams	Vice President and Assistant Treasurer	942 South Shady Grove Road Memphis, TN 38120
Charlotte S. Thoni	Assistant Controller	2007 Corporate Avenue Memphis, TN 38132

09/28/00

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