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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State Matthew A. Brown

Corporations Division

100 North Main Street

Providence, Rhode Island 02903-1335

FILED

MAY 11 2005

By kmc
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SECRETARY OF STATE
CORPORATIONS DIVISION

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY
(To Be Filed In Duplicate Original)

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the state of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is DHL EXPRESS (USA), INC.
2. It is incorporated under the laws of Ohio
3. The name, if different, which it elects to use in Rhode Island is:
 - (a) *If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:*
 - (b) *If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:*
4. The date of its incorporation is 12/20/2004 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 c/o CT Corporation System
1300 East 9th Street, Cleveland OH 44114
6. The address of its proposed registered office in Rhode Island is 10 Weybosset Street
(Street Address, not P.O. Box)
Providence, RI 02903 and the name of its proposed registered agent in Rhode Island at
(City/Town) (Zip Code)
that address is CT Corporation System
(Name of Agent)
7. The specific purpose or purposes, which it proposes to pursue in the transaction of business in Rhode Island are:
Any and all legal purposes, including international and domestic transportation services

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

	<u>Name</u>	<u>Address</u>
Director	<u>John Mullen</u>	<u>1200 S Pine Island Road, Plantation FL 33324</u>
Director	<u>Ian Clough</u>	<u>1200 S Pine Island Road, Plantation FL 33324</u>
President	<u>John Mullen</u>	<u>1200 S Pine Island Road, Plantation FL 33324</u>
Vice President	<u>Ian Clough</u>	<u>1200 S Pine Island Road, Plantation FL 33324</u>
Treasurer	<u>Robert Whitaker, Treasurer</u>	<u>1200 S Pine Island Road, Plantation FL 33324</u>
Secretary	<u>Jon Olin</u>	<u>1200 S Pine Island Road, Plantation FL 33324</u>

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
1000	Common	N/A	\$.01

10. The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
1000	Common	N/A	\$.01

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is
\$ 309,663,091.
- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is
\$ 63,772.
- (c) An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located, is .021 %. [divide (b) by (a) and multiply by 100 to obtain the percentage].
12. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is
\$ 4,547,505,303.
- (b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ 44,119,208.
- (c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year is .97 % [divide (b) by (a) and multiply by 100 to obtain the percentage].
13. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation.

Date:

26 APR 2005

DHL EXPRESS (USA), INC.

Print Exact Name of Corporation Making Application

By

☐ President or ☒ Vice President (check one)

By

☐ Secretary or ☒ Assistant Secretary (check one)

STATE OF FLORIDA
COUNTY OF BROWARD

In Broward County FL, on this 26 day of APRIL, 2005, before me personally appeared Jon Olin who, being duly sworn, declared that he/she is the Senior Vice President & Secretary of the above-named entity and that he/she signed the foregoing document as such authorized agent, and that the statements herein contained are true.

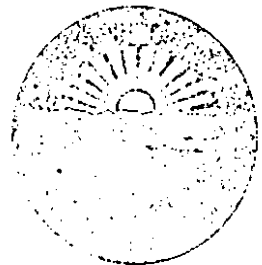


Notary Public
My Commission Expires: 06-10-2006

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

I, I. Kenneth Blackwell, Secretary of State of the State of Ohio, do hereby certify that the foregoing is a true and correct copy, consisting of 4 pages, as taken from the original record now in my official custody as Secretary of State.



WITNESS my hand and official seal at
Columbus, Ohio, this 4th day of
May 2005 A.D.

I. Kenneth Blackwell

I. KENNETH BLACKWELL
Secretary of State

By: mmills

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