

Filing and License Fee: \$310.00 minimum

ID Number:

139848



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

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 Menlo Logistics, Inc. (10) 138701 24079 129970 *if correct attached*

2. It is incorporated under the laws of DE

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 10/26/1990 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 2711 Centerville Road, #400, Wilmington, DE 19808

6. The address of its proposed registered office in Rhode Island is 170 Westminster Street, Suite 900
(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 Corporation Service Company
(Name of Agent)

7. The specific purpose or purposes, which it proposes to pursue in the transaction of business in Rhode Island are:
contract logistics services and supply chain management

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

	Name	Address
Director	See attached officers/di	
Director		
President		
Vice President		
Treasurer		
Secretary		

Form No. 150
Revised: 07/03

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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
1,000	common		none

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
1,000	common		none

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is
\$ 27,000,000
- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is
\$ 0.00
- (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 0 %. [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
\$ 940,000,000
- (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 \$ 0
- (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 0 % [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: February 9, 2004

Menlo Logistics, Inc.

Print Exact Name of Corporation Making Application

By

☒ President or ☐ Vice President (check one)

By

☒ Secretary or ☐ Assistant Secretary (check one)

STATE OF _____
COUNTY OF _____

In _____, on this _____ day of _____, before me personally appeared _____ who, being duly sworn, declared that he/she is the _____ 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: _____

see attached

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of San Mateo

ss.

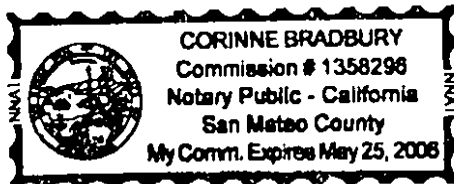
On February 9, 2004 before me, Corinne Bradbury, Notary Public

personally appeared Robert L. Bianco

Name(s) of Signer(s)

☒ personally known to me
☐ proved to me on the basis of satisfactory evidence

to be the person~~s~~ whose name~~s~~ is~~are~~ subscribed to the within instrument and acknowledged to me that he~~/she/they~~ executed the same in his~~/her/their~~ authorized capacity~~(ies)~~, and that by his~~/her/their~~ signature~~s~~ on the instrument the person~~s~~, or the entity upon behalf of which the person~~s~~ acted, executed the instrument.



WITNESS my hand and official seal.

Corinne Bradbury
Signature of Notary Public

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: _____

Document Date: _____ Number of Pages: _____

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer

Signer's Name: _____

- ☐ Individual
☐ Corporate Officer — Title(s): _____
☐ Partner — ☐ Limited ☐ General
☐ Attorney-in-Fact
☐ Trustee
☐ Guardian or Conservator
☐ Other: _____

Signer Is Representing: _____

RIGHT THUMBPRINT
OF SIGNER
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CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of

San Mateo

ss.

On February 9, 2004 before me, Corinne Bradbury, Notary Public

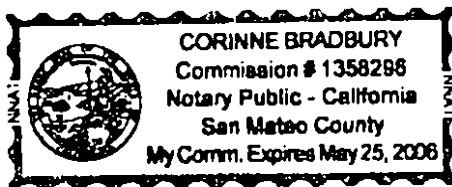
personally appeared

Jennifer W. Pileggi

Name(s) of Signer(s)

☒ personally known to me
☐ proved to me on the basis of satisfactory evidence

to be the person~~s~~ whose name~~s~~ is/~~are~~ subscribed to the within instrument and acknowledged to me that ~~he~~~~she~~~~they~~ executed the same in ~~his~~~~her~~~~their~~ authorized capacity~~(ies)~~, and that by ~~his~~~~her~~~~their~~ signature~~s~~ on the instrument the person~~s~~, or the entity upon behalf of which the person~~s~~ acted, executed the instrument.



WITNESS my hand and official seal.

Corinne Bradbury
Signature of Notary Public

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Description of Attached Document

Title or Type of Document: _____

Document Date: _____

Number of Pages: _____

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer

Signer's Name: _____

- ☐ Individual
☐ Corporate Officer — Title(s): _____
☐ Partner — ☐ Limited ☐ General
☐ Attorney-in-Fact
☐ Trustee
☐ Guardian or Conservator
☐ Other: _____

Signer Is Representing: _____

RIGHT THUMBPRINT
OF SIGNER
Top of thumb here

CSC

ID:1-916-649-9933

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Directors, Officers Report**Menlo Logistics, Inc.**

03/09/2004

DIRECTORS

John C. Beckett Primary Address:	One Lagoon Drive, #300 Redwood City, CA 94065	Director
Robert L. Bianco, Jr. Primary Address:	One Lagoon Drive, #300 Redwood City, CA 94065	Director
Joseph M. Dagnese Primary Address:	One Lagoon Drive, #300 Redwood City, CA 94065	Director
Todd A. Johnson Primary Address:	Regional Logistics Hub 60 ALPS Avenue Singapore 498815	Director
Allan W. Meyers Primary Address:	One Lagoon Drive, #300 Redwood City, CA 94065	Director
John H. Williford Primary Address:	One Lagoon Drive, #300 Redwood City, CA 94065	Director

OFFICERS

John H. Williford Primary Address:	One Lagoon Drive, #300 Redwood City, CA 94065	Chairman of the Board
Robert L. Bianco, Jr. Primary Address:	One Lagoon Drive, #300 Redwood City, CA 94065	President Chief Executive Officer
John C. Beckett Primary Address:	One Lagoon Drive, #300 Redwood City, CA 94065	Vice President - Operations
Joseph M. Dagnese Primary Address:	One Lagoon Drive, #300 Redwood City, CA 94065	Vice President - Operations
Todd A. Johnson Primary Address:	Regional Logistics Hub 60 ALPS Avenue Singapore 498815	Vice President - International Operations

CSC

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APR 29 '04 12:53 No.005 P.03

Menlo Logistics, Inc.

Allan W. Meyers Primary Address:	One Lagoon Drive, #300 Redwood City, CA 94065	Vice President, Controller and Treasurer
Ann M. Selin Primary Address:	One Lagoon Drive Suite 300 Redwood City, CA 94065	Corporate Counsel and Assistant Secretary
Jennifer W. Pileggi Primary Address:	One Lagoon Drive, #300 Redwood City, CA 94065	Secretary
Keith A. Sawallicki Primary Address:	1717 N.W. 21st Street Portland, OR 97209-1797	Assistant Secretary
Eberhard G. H. Schmoller Primary Address:	3240 Hillview Avenue Palo Alto, CA 94304	Assistant Secretary
Debra F. Schramm Primary Address:	1717 N.W. 21st Avenue Portland, OR 97209	Assistant Secretary
J. Craig Boretz Primary Address:	1717 N.W. 21st Avenue Portland, OR 97209-1797	Assistant Treasurer
Mark C. Thickpeany Primary Address:	3240 Hillview Avenue Palo Alto, CA 94304	Assistant Treasurer

Delaware

PAGE 1

The First State

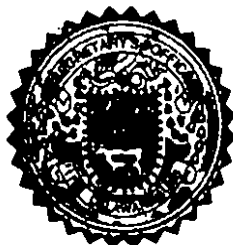
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "MENLO LOGISTICS, INC." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE TWENTY-SIXTH DAY OF OCTOBER, A.D. 1990, AT 9 O'CLOCK A.M.

CERTIFICATE OF CHANGE OF REGISTERED AGENT, FILED THE EIGHTEENTH DAY OF MARCH, A.D. 1994, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID CORPORATION.



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 3048534

DATE: 04-13-04