

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/27/2004		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Airborne Express, Inc.		12/27/2004	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Airborne Express (OH), Inc.		
Street Address:	c/o DHL Holdings (USA), Inc.		
Internal Address:	1200 S. Pine Island Road, Suite 600		
City:	Plantation		
State/Country:	FLORIDA		
Postal Code:	33324		
Entity Type:	CORPORATION: OHIO		
PROPERTY NUMBERS Total: 15			
Property Type	Number	Word Mark	
Registration Number:	2717832	AIRBORNE EXCHANGE	
Registration Number:	2743135	CORPORATE EXCHANGE	
Registration Number:	2717833	SHIP EXCHANGE	
Registration Number:	1093416	AIRBORNE	
Registration Number:	1437512	AIRBORNE EXPRESS	
Registration Number:	2283275	AIRBORNE EXPRESS	
Registration Number:	1735312	AIRBORNE EXPRESS LETTER EXPRESS	
Registration Number:	2228008	AIRBORNE LOGISTICS SERVICES	
Registration Number:	2375004	AIRBORNE@HOME	
Registration Number:	1083949	EXPRESS PACK	
Registration Number:	2386629	OPTICAL VILLAGE	
Registration Number:	2469389	OPTICAL VILLAGE	

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TRADEMARK
REEL: 003037 FRAME: 0476

Registration Number:	1431514	SKY COURIER
Registration Number:	1776791	SKY COURIER
Registration Number:	1416968	SKY

CORRESPONDENCE DATA

Fax Number: (202)289-1330

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 202-289-1313

Email: hparksuk@btlaw.com

Correspondent Name: Hae Park-Suk

Address Line 1: 750 17th Street, NW

Address Line 2: Suite 900

Address Line 4: Washington, DISTRICT OF COLUMBIA 20006

NAME OF SUBMITTER:	Hae Park-Suk
Signature:	/hps/
Date:	03/02/2005

Total Attachments: 4

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FROM CORPORATION TRUST WILM. TEAM #2

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Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

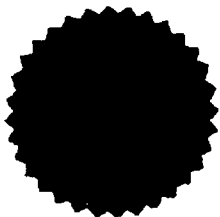
"AIRBORNE EXPRESS, INC.", A DELAWARE CORPORATION, WITH AND INTO "AIRBORNE EXPRESS (OH), INC." UNDER THE NAME OF "AIRBORNE EXPRESS (OH), INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF OHIO, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF DECEMBER, A.D. 2004, AT 2:37 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

0677813 8100M

050028409



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 3613633

DATE: 01-12-05

Received Time Jan. 12. 3:57PM

TRADEMARK
REEL: 003037 FRAME: 0478

FROM CORPORATION TRUST WILM. TEAM #2

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State of Delaware
Secretary of State
Division of Corporations
Delivered 04:04 PM 12/30/2004
FILED 02:37 PM 12/30/2004
SRV 040954060 - 0677813 FILE

CERTIFICATE OF MERGER**MERGING**

AIRBORNE EXPRESS, INC.
(a Delaware corporation)

WITH AND INTO

AIRBORNE EXPRESS (OH), INC.
(an Ohio Corporation)

(Pursuant to Section 252 of the Delaware General Corporation Law (the "DGCL"))

Airborne Express (OH), Inc., a corporation organized and existing under the laws of the State of Ohio (the "Company"), does hereby certify:

FIRST: That the name and jurisdiction of incorporation of each of the constituent corporations are as follows:

<u>NAME</u>	<u>JURISDICTION</u>
Airborne Express, Inc.	Delaware
Airborne Express (OH), Inc.	Ohio

SECOND: That an agreement of merger has been executed by Airborne Express, Inc. and the Company. The agreement of merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 252 of the DGCL.

THIRD: That the name of the surviving company of the merger is "Airborne Express (OH), Inc."

FOURTH: That the Company agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of any constituent corporation of the State of Delaware, as well as for enforcement of any obligation of the surviving corporation arising from the merger. The Company irrevocably appoints the Secretary of State of Delaware as its agent to accept service of process in any such suit or other proceedings. The address to which a copy of such process shall be mailed by the Secretary of State of Delaware is as follows:

Airborne Express (OH), Inc.
c/o DHL Holdings (USA), Inc.
1200 South Pine Island Road
Suite 600
Plantation, FL 33324
Attention: General Counsel

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FROM CORPORATION TRUST WILM TEAM #2

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FIFTH: That the articles of incorporation of the Company shall be the articles of incorporation of the surviving corporation.

SIXTH: That an executed copy of the agreement and plan of merger is on file at the offices of the Company and the Company will provide, in response to any written request made by a shareholder/stockholder of either of the constituent corporations sent to the offices of the Company and without cost to such shareholder/stockholder, a copy of the agreement and plan of merger. The request should be directed as follows:

Airborne Express (OH), Inc.
c/o DHL Holdings (USA), Inc.
1200 South Pine Island Road
Suite 600
Plantation, FL 33324
Attention: General Counsel

022401-0019-10098-NY01 240907

Received Time Jan. '2. 3:57PM

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FROM CORPORATION TRUST WILM TEAM #2

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IN WITNESS WHEREOF, the Company has caused this certificate to be signed by its authorized officer, this 21 day of December 2004.

AIRBORNE EXPRESS (OH), INC.

By: 
Name: Jon R. Olin
Title: Senior Vice President-Legal and Secretary

18 Airborne Express, Inc. Certificate of Merger (Delaware)
022401-0018-10038-NY01 2440907

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