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	U.S. DEPARTMENT OF COMMERCE
To the Honorable Commissioner of Potonti	Patent and Trademark Office hed original documents or copy thereof.
Air Express International Corp.	1372550
120 Tokeneke Road 05-08-2000	Name: Danzas Air Express International Corporation
Darien, CT 06820 U.S. Patent & TMOfc/TM Mail Rop	120 Tokeneke Road
[] Individual(s) [] Association	Darien, CT 06820
[] General Partnership [] Limited Partnership	[] Individual(s) citizenship:
[x]Corporation - State (Delaware)	[] Association [] General Partnership
[] Other:	[] Limited Partnership
Additional name(s) of conveying party(ies) attached? []Yes [x]N	[v.] Compareto Deleviene
	[] Other:
3. Nature of conveyance:	If assignee is not domiciled in the United States, a domestic
	representative designation is attached: [] Yes [] No
[] Assignment [x] Merger [] Security Agreement [] Change of Name	
Other:	(Designations must be a separate document from Assignment)
Execution Date: February 14, 2000	Additional name(s) & address(es) attached? [] Yes [x] No
4. Application number(s) or registration number(s):	
A. Trademark Application No.(s)	B. Trademark Registration No.(s) 1,615,181
	1,013,101
	attached? [] Yes [x] No
5. Name and address of party to whom correspondence	6. Total number of applications and registrations
concerning document should be mailed:	involved: [1]
Name: Jamie J. Fitzgerald, Esq.	7. Total fee (37 CFR 3.41): <u>\$40.00</u> [X] Enclosed
Internal Address: Cummings & Lockwood	Authorized to be charged to deposit account
Street Address: 700 State Street	8. Deposit account number: 50-1158
P.O. Box 1960	
City: New Haven State: CT Zip: 06509-1960	(Attach duplicate copy of this page if paying by deposit account)
DO NOT USE THIS SPACE	
9. Statement and signature.	
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.	
original accument.	
5/5/2000	
Jamie J. Fitzgerald	ver sheet, attachments and documents: [7]
Total number of pages including cov	ver sneet, attachments and documents.
Do not d	letach this portion
Mail documents to be recorded with required cover sheet information to:	
Commissioner of Patents and Trademarks	
Box Assignments	
Washington, D.C. 20231	
Public boundary reporting for this sample cover sheet is estimated	to average about 30 minutes per document to be recorded, including time
s and completing and reviewing the data needed, and completing and reviewing the sample cover sneet. Send confinents	
I are alies this burden estimate to the U.S. Patent and Trademark	Office. Office of Information Systems, PK2-1000C, washington, D.C.
20231, and to the Office of Management and Budget, Paperwork	K Reduction Project (0051-0011), washington, D.C. 20303.
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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"DP ACQUISITION CORPORATION", A DELAWARE CORPORATION,
WITH AND INTO "AIR EXPRESS INTERNATIONAL CORPORATION" UNDER
THE NAME OF "DANZAS AIR EXPRESS INTERNATIONAL CORPORATION", A
CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE
OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FOURTEENTH
DAY OF FEBRUARY, A.D. 2000, AT 9 O'CLOCK A.M.

Edward J. Freel, Secretary of State

0260073

AUTHENTICATION:

02-16-00

DATE:

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CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

DP ACQUISITION CORPORATION

INTO

AIR EXPRESS INTERNATIONAL CORPORATION

Pursuant to Section 253 of the General Corporation Law of the State of Delaware

DP Acquisition Corporation ("Parent"), a corporation organized and existing under the General Corporation Law of the State of Delaware (the "General Corporation Law"), does haraby certify that:

FIRST: Parest was incorporated on November 12, 1999 purment to the General Corporation Law and is existing thereunder.

SECOND: Air Express International Corporation (the "Subsidiary"), a corporation Utipasized and existing under the Gaussal Corporation Law of the State of Delaware, was incorporated on October 1, 1981 and is existing thereunder.

THIRD: Parent owns of record approximately 96% of the outstanding shares of Common Stock (the "Shares") of the Subsidiary, the Shares being the only stock of the Subsidiary outstanding.

POURTH: The board of directors of Parent adopted the following resolutions providing for the merger (the "Marger") of Parent into Subsidiary, which resolutions have not been amended or rescinded and are in full force and effect, on February 14, 2000:

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TRADEMARK REEL: 002082 FRAME: 0284 RESOLVED, that the Plan of Morger in the form of Exhibit A hereto (the "Plan of Morger") dated as of Pebruary 14, 2000 between Air Express International Corporation (the "Subeldiary") and DP Acquisition Corporation ("Parent"), pursuant to which Parent shall be merged with and into the Subsidiary (the "Marger"), at which time the separate existence of Parent shall cease, with the Subsidiary as the surviving corporation (the "Surviving Corporation"), and the transactions contemplated by that Plan of Morger, are hereby approved, and pursuant to the Plan of Morger, the Morger shall become effective as of the date of the filing with the Secretary of State of the State of Delaware of the Certificate of Morger thereto (the "Effective Date");

RESOLVED, that, pursuant to the Plan of Merger, the Merger is hereby approved pursuant to the provisions of Section 253 of the General Corporation Law of the State of Delaware;

RESOLVED, that at the Effective Time (x) each share of common stock, \$0.01 per value per share, of the Subeldiary (the "Common Stock") held by the Subaldiary as treasury stock or owned by Deutsche Post AG, a German Corporation ("Deutsche Pest"), Parent or any subsidiary of the Subsidiary or Doutsche Post shall be canceled, and no payment shall be made with respect thereto; (y) each share of common stock of Parent outstanding immediately prior to the Effective Time shall be converted into and become one fully-paid and non-sessable share of common stock, per value \$0.01, of the Surviving Corporation with the same rights, powers and privileges as the shares so converted and shall constitute the only outstanding shares of capital stock of the Burviving Corporation, a certificate the which shares shall be issued to Deutsche Post, as sole stockholder of Parent, upon surgenier to Chambilation Shareholder Services, L.L.C. (or such other agent as the Secretary of this Corporation deems appropriate) of such stockholder's certificates formerly representing such shares of common stock of Perest; and (2) each share of Common Stock outstanding immediately prior to the Billactive Time (other than shares for which appraisal rights have been perfected and except as otherwise provided in (x), above) shell be converted into the right to receive \$33.00 in cash, without interest, upon surrender to ChaseMellon Shareholder Services, L.L.C. (or such other agent as the Secretary of this Corporation deems appropriate), which is hereby appointed paying agent for such purpose, of their certificates formerly representing ownership of Common Stock:

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RESOLVED, that, pursuant to the Plan of Merger, from and after the Effective Date, the same of the Surviving Corporation shall be "Danzas Air Express International Corporation"; and

RESOLVED, that the officers of Parent are authorized on behalf of Parent to take any and all actions, to execute, deliver and file any and all documents, agreements and instruments and to take any and all steps deemed by any such officer to be necessary or appropriate to carry out the purpose and insent of each of the foregoing resolutions, and all actions heretofore taken by any of them in furtherance thereof are hereby ratified and confirmed in all respects.

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IN WITNESS WHEREOF, Parent has caused this Certificate of Ownership and Margur to be executed in its corporate name by its duly authorized officer the 14th day of February, 2000

DP ACQUISITION CORPORATION

By: /s/ Dr. Kleus Roselon

Name: Dr. Klaus Bogolon

Title: Executive Vice President, General Counsel and Secretary

DITY DESCRIPTION OF CHARLES AND ARTHUR POPE

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EXHIBIT A

PLAN OF MERGER

FIRST:

DP ACQUISITION CORPORATION., a corporation organized under the laws of the State of Delaware ("Parent"), shall marge with and into AIR EXPRESS INTERNATIONAL CORPORATION & corporation organized under the laws of the State of Dolaware ("Subsidiary"). AIR EXPRESS INTERNATIONAL CORPORATION, the surviving corporation, shall be changed herewith to DANZAS AIR EXPRESS INTERNATIONAL CORPORATION.

SECOND:

Each outstanding share of the Subsidiary not owned by the Subsidiary, Doutsche Post AG or any subsidiary of the Subsidiary or Deutsche Post AG immediately prior to the merger shall be converted into each in the amount of \$33.00. Each outstanding share of the Subsidiary owned by the Subeldiary, Deutsche Post AG or any subsidiary of the Subsidiary or Deutsche Post AG immediately prior to the merger shall be cancelled.

THIRD:

The same of the Corporation surviving the merger shall be

"Air Express International Corporation".

FOURTH:

The directors and officers of the Subsidiary shall be the directors and officers of the cosporation surviving the marger and shall serve until their successors are selected.

FIFTH:

The officers of each corporation party to the marger shall be

and hereby are suthorized to do all acts and things

necessary and proper to effect the merger.

SIXTH:

The merger shall be effective on the date of the filing with the Secretary of State of the State of Delaware of the

Cartificate of Merger relating thereto.

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