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PROFESSIONAL CORPORATION

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December 15, 2000

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VIA FEDERAL EXPRESS

A-112261

Mr. Peter Marzolf
Pennsylvania Public Utility
Commission
231 State Street
Bartow Building
Harrisburg, PA 17101

Dear Peter:

This firm represents FDX, Inc. ("FDX") a wholly owned subsidiary of FedEx Corporation ("FedEx") the stock of which is traded on the New York Stock Exchange. This letter seeks to confirm our recent conversation regarding the Pennsylvania Public Utility Commission's position with respect to the common control issue described below. As you will no doubt recall, that issue involves a proposed transaction in which FDX, Inc. ("FDX") will acquire 50.1% of the stock of American Freightways Corporation ("AFC"). American Freightways, Inc. ("AFI") is a wholly owned subsidiary of AFC. AFI is a motor carrier that holds authority issued by this Commission. A general description of the proposed transaction is as follows:

FDX intends to acquire 50.1% of the stock of AFC. As a result of that transaction, the majority stock ownership of AFC will change. However, it will not result in any change in the direct ownership of AFI which will continue to be a wholly owned subsidiary of AFC.

It is the Firm's understanding that the Commission would not regulate this transaction as it results in no change in the ownership of the motor carrier AFI. Therefore, unless the Commission advises the undersigned otherwise, the parties to the proposed transaction need not and will not file any notice and/or approval request with the Commission.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,


Andrew K. Light

AKL:smm
cc: Mr. Warren Goff



REP

FedEx
Express VIA FEDEX LETTER

September 13, 2001

Commonwealth of Pennsylvania
400 North Street
Commonwealth-Keystone Bldg.
Harrisburg, PA 17105

RECEIVED

SEP 17 2001

PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

RE: **Federal Express Corporation**
PA PUC #A-112261

Dear Sir:

This letter will serve as notification that Federal Express Corporation's D/B/A has been changed from "Federal Express" to "FedEx Express". We have notified the Federal Motor Carrier Safety Administration of our name change and our USDOT authority has been updated accordingly. A copy of our "Reentitled USDOT" authority is attached for your reference.

In-addition, the address of FedEx Express's principal place of business has changed as follows:

Federal Express Corporation
D/B/A FedEx Express
3620 Hacks Cross Road
Building B, 3rd Floor
Memphis, TN 38125

Our mailing address has changed as follows:

Federal Express Corporation
Vehicle Administration
2007 Corporate Ave
4th Floor
Memphis, TN 38132

address change made date 10-5-01

SEP 19 11:00:47
COMMUNICATIONS SECTION

We would appreciate your assistance in updating your records to reflect the above changes.

Thank you for your time and consideration.

Very truly yours,

Sandra L. Lunsford
Regulatory Affairs
Senior Paralegal
Phone: (901) 434-8581
Fax: (901) 434-9289

DOCUMENT FOLDER

DOCKETED

APR 26 2002

SLL/ejs
399406.22

Attachment

98

NCA
SERVICE DATE

Jan 17, 2001

RECEIVED

DEPARTMENT OF TRANSPORTATION
FEDERAL MOTOR CARRIER SAFETY ADMINISTRATION

DECISION

No. MC-66562
FEDERAL EXPRESS CORPORATION
D/B/A FEDERAL EXPRESS
MEMPHIS, TN

SEP 17 2001
PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

REENTITLED

FEDERAL EXPRESS CORPORATION
D/B/A FEDEX-EXPRESS

On Jan 05, 2001, applicant filed a request to have the FEDERAL MOTOR CARRIER SAFETY ADMINISTRATION's records changed to reflect a name change.

It is ordered:

The FEDERAL MOTOR CARRIER SAFETY ADMINISTRATION's records are amended to reflect the carrier's name as FEDERAL EXPRESS CORPORATION D/B/A FEDEX-EXPRESS.

Within 30 days after this decision is served, the applicant must establish that it is in full compliance with the statute and the insurance regulations by having amended filings on prescribed FMCSA forms (BMC91 or 91X or 82 for bodily injury and property damage liability, BMC 34 or 83 for cargo liability, or a BMC 84 or 85 for property broker security and BOC-3 for designation of agents upon whom process may be served) submitted on its behalf. Copies of Form MCS-90 or other "certificates of insurance" are not acceptable evidence of insurance compliance. Insurance and BOC-3 filings should be sent to FEDERAL MOTOR CARRIER SAFETY ADMINISTRATION, 400 Virginia Ave., SW, Suite 600, Washington, DC 20024.

The applicant is notified that failure to comply with the terms of this decision shall result in revocation of its operating rights registration, effective 30 days from the service date of this decision.

To verify that the applicant is in full compliance, call (202) 358-7000 or visit our web site at: <http://fhwa-li.volpe.dot.gov/>. Any other questions regarding the action taken should be directed to (202) 358-7028/7029.

Decided: Jan 11, 2001

By the FEDERAL MOTOR CARRIER SAFETY ADMINISTRATION.
Terry Shelton, Acting Director
Office Data Analysis & Information Systems

INTERSTATE COMMERCE COMMISSION

SERVICE DATE

CERTIFICATE

JUN 15 1988

No. MC-66562 Sub-No. 2348*

FEDERAL EXPRESS CORPORATION, DBA FEDERAL EXPRESS
(Memphis, TN)

This Certificate is evidence of the carrier's authority to engage in transportation as a common carrier by motor vehicle.

This authority will be effective as long as the carrier maintains compliance with the requirements pertaining to insurance coverage for the protection of the public (49 CFR 1043); the designation of agents upon whom process may be served (49 CFR 1044); and tariffs or schedules (49 CFR 1300 through 1310, revised). The carrier shall also render reasonably continuous and adequate service to the public. Failure to meet these conditions will constitute sufficient grounds for the suspension, change, or revocation of this authority.

This authority is subject to any terms, conditions, and limitations as are now, or may later be, attached to this privilege.

For common carriers with irregular route authority: Any irregular route authority authorized in this Certificate may not be tacked or joined with your other irregular route authority unless joinder is specifically authorized.

The transportation service to be performed is described on the reverse side of this document.

By the Commission.

(SEAL)

Noreta R. McGee
Secretary

NOTE: If there are any discrepancies regarding this document, please notify the Commission within 30 days.

All contractual arrangements between the said carrier and the railway shall be reported to the Commission and shall be subject to revision if and as the Commission may find it necessary in order that such arrangements shall be fair and equitable to the parties; and

Such further conditions as the Commission in the future, may find it necessary to impose in order to restrict the said carrier's operation to service which is auxiliary to or supplemental of the service of the railway

General commodities (except classes A and B explosives, household goods, and commodities in bulk), between points in the United States.

*This certificate cancels Certificates No. MC-66562 Sub-Nos. 2346 and 2347, issued June 8, 1984, and September 7, 1983, respectively, pursuant to MC-F-19096.

SERVICE DATE

AUG 1 1991

INTERSTATE COMMERCE COMMISSION

WASHINGTON, DC

No. MC-66562 Sub 2348

FEDERAL EXPRESS CORPORATION, DBA FEDERAL EXPRESS
Memphis, TN

July 29, 1991

NOTICE TO THE PARTIES:

The certificate in No. MC-66562 Sub 2348, served June 15, 1988, inadvertently omitted the statement "To operate as a common carrier, by motor vehicle, in interstate or foreign commerce, transporting over:".

The certificate will be corrected by adding the attached sheets, 2 and 3. Please amend your copy accordingly.

(SEAL)

Sidney L. Strickland, Jr.
Secretary

SERVICE DATE

PM-31
(Rev. 10/84)

SEP 16 1991

INTERSTATE COMMERCE COMMISSION

PERMIT

No. MC-66562 Sub 2349*

FEDERAL EXPRESS CORPORATION, DBA FEDERAL EXPRESS
Memphis, TN

This Permit is evidence of the carrier's authority to engage in transportation as a contract carrier by motor vehicle.

This authority will be effective as long as the carrier maintains compliance with the requirements pertaining to insurance coverage for the protection of the public (49 CFR 1043); the designation of agents upon whom process may be served (49 CFR 1044); the execution of contracts (49 CFR 1053)¹; and for passenger carriers, tariffs or schedules (49 CFR 1312).

This authority is subject to any terms, conditions, and limitations as are now, or may later be, attached to this privilege.

The transportation service to be performed is described on the reverse side of this document.

By the Commission.

Sidney L. Strickland, Jr.
Secretary

(SEAL)

NOTE: If there are discrepancies regarding this Permit, please notify the Commission within 30 days.

¹While the execution of contracts must be accomplished, it is unnecessary to file them with the Commission.

No. MC-66562 Sub 2349*

To operate as a contract carrier, by motor vehicle, in interstate or foreign commerce, over irregular routes, transporting general commodities (except hazardous materials, household goods, and commodities in bulk), between points in the United States, under continuing contract(s) with commercial shippers or receivers of such commodities.

*This permit cancels Permit No. MC-66562 Sub 2349, and is reissued to correct the territorial description to include Alaska and Hawaii.