

06-12-1998

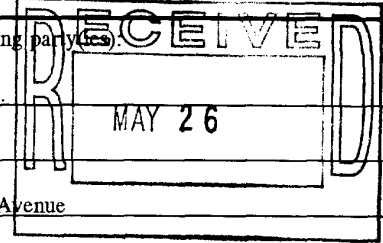
HEET
Y

To the Honorable Commissione

attached original documents or copy thereof.
0231



100737570



MJD 5-28-98 DM

1. Name of conveying party(ies):

Consolidated Freightways, Inc.

- Individual(s)
- General Partnership
- Corporation-State of Delaware
- Other
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):

Name: CNF Transportation Inc.

Internal Address:

Street Address: 3240 Hillview Avenue

City Palo Alto State CA ZIP 94304

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State of Delaware
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designation must be a separate document from Assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: April 28, 1997

4. Application number(s) or registration number(s):

A. Trademark Application No.(s): 75/182,479.

B. Trademark registration No.(s): None.

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

PENNIE & EDMONDS LLP
1667 K Street, N.W.
Washington, D.C. 20006

Attn.: Nancy H. Lutz

File No.: 9523-010-999

6. Total number of applications and registrations involved: One

7. Total fee (37 CFR 3.41): \$ 40.00

Please charge to the deposit account listed in Section 8, together with any other fees which may be due.

8. Deposit account number: 16-1150

RECEIVED
98 MAY 26 PM 5:11
ASSIGNMENT

06/10/1998 DMGUYEH 00000243 161150 75182479

01 FC:401 40.00 CH

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.

Nancy H. Lutz

Name of Person Signing Reg. No.

Nancy H Lutz
Signature

May 26, 1998
Date

Total number of pages comprising cover sheet: 4

State of Delaware
Office of the Secretary of State PAGE 1

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 AMENDMENT OF "CONSOLIDATED FREIGHTWAYS, INC.", CHANGING ITS NAME FROM "CONSOLIDATED FREIGHTWAYS, INC." TO "CNF TRANSPORTATION INC.", FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF APRIL, A.D. 1997, AT 9 O'CLOCK A.M.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS FOR RECORDING.

RECEIVED
98 MAR 26 PM 3:13
ASSIGNMENT



Edward J. Freel

Edward J. Freel, Secretary of State

0526809 8100
971136742

AUTHENTICATION: 8439708
DATE: 04-28-97

TRADEMARK
REEL: 1739 FRAME: 0408

CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF INCORPORATION

Consolidated Freightways, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST: That its Board of Directors adopted certain resolutions proposing and declaring advisable a particular amendment to the Certificate of Incorporation of the corporation; and that such amendment, which is set forth in Exhibit A, attached hereto, was approved by the Shareholders of the corporation at their Annual Meeting held on April 28, 1997.

SECOND: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said Consolidated Freightways, Inc., has caused this certificate to be signed by Eberhard G.H. Schmoller, its Senior Vice President, General Counsel and Secretary, this 28th day of April, 1997.

CONSOLIDATED FREIGHTWAYS, INC.

By: 

Eberhard G.H. Schmoller
Senior Vice President, General
Counsel and Secretary

EXHIBIT A

Consolidated Freightways, Inc.
Amendment to Certificate of Incorporation

We are amending the corporation's Certificate of Incorporation by changing Article FIRST to read as follows:

FIRST: The name of the corporation is CNF Transportation Inc.

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