

09-02-1998



To the Honorable Commissioner of Pat

and original documents or copy thereof.

100805769

1. Name of conveying party(ies):
 Consolidated Freightways, Inc.
 9-1-99
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State of Delaware
 Other
 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 Merger
 Security Agreement Change of Name
 Other _____
 Execution Date: April 28, 1997

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s): See attached sheets.
 B. Trademark registration No.(s): See attached sheets.
 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.: 9523-002-999

6. Total number of applications
 and registrations involved: 64
 7. Total fee (37 CFR 3.41):.....\$ 1615.00
 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 *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 *Nancy H Lutz* September 1, 1998
 Name of Person Signing Reg. No. Signature Date
 Total number of pages comprising cover sheet: 9

CONTINUATION TO QUESTION 4A:

Trademarks Schedule APPLICATIONS

Mark Name	App # App Date	Reg # Reg Date	Renewal Date	Status	Country
CON-WAY INTEGRATED SERVICES	75/075039 MARCH 19, 1996		SEPTEMBER 02, 1998	PENDING APP.	UNITED STATES
EMCON	75/244341 FEBRUARY 19, 1997			PUBLISHED	UNITED STATES
EMCON TRANSPORTATION, INC.	75/142962 JULY 31, 1996		SEPTEMBER 16, 1998	PENDING APP.	UNITED STATES
QUIKDEC	75/159312 SEPTEMBER 03, 1996		SEPTEMBER 02, 1998	PENDING APP.	UNITED STATES

QUESTION 4B IS CONTINUED ON THE NEXT 4 PAGES

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CONTINUATION TO QUESTION 4B:

Trademarks Schedule
REGISTRATIONS

Mark Name	App # App Date	Reg # Reg Date	Renewal Date	Status	Country
AROUND THE WORLD, AROUND THE CLOCK		1,545,691 JUNE 27, 1989	JUNE 27, 1999	REGISTERED	UNITED STATES
CARRIER ANONYMOUS TRACKING		1,936,376 NOVEMBER 21, 1995	NOVEMBER 21, 2005	REGISTERED	UNITED STATES
CARRIER ANONYMOUS TRACKING		1,925,780 OCTOBER 10, 1995	OCTOBER 10, 2005	REGISTERED	UNITED STATES
CAT AND DESIGN		1,936,606 NOVEMBER 21, 1995	NOVEMBER 21, 2005	REGISTERED	UNITED STATES
CCX (STYLIZED)		1,296,944 SEPTEMBER 18, 1984	SEPTEMBER 18, 2004	REGISTERED	UNITED STATES
CCX SERVICE EXCELLENCE AND DESIGN		1,429,547 FEBRUARY 17, 1987	FEBRUARY 17, 2007	REGISTERED	UNITED STATES
CEX (STYLIZED)		1,434,248 MARCH 24, 1987	MARCH 24, 2007	REGISTERED	UNITED STATES
CF (STYLIZED) (COLOR)		1,981,006 JUNE 18, 1996	JUNE 18, 2006	REGISTERED	UNITED STATES
CF COMPANY AND DESIGN		1,321,196 FEBRUARY 19, 1985	FEBRUARY 19, 2005	REGISTERED	UNITED STATES
CF DIRECT		1,806,578 NOVEMBER 23, 1993	NOVEMBER 23, 2003	REGISTERED	UNITED STATES
CF DIRECT AND DESIGN		1,802,443 NOVEMBER 02, 1993	NOVEMBER 02, 2003	REGISTERED	UNITED STATES
CNF		2,122,121 DECEMBER 16, 1997	DECEMBER 16, 2007	REGISTERED	UNITED STATES
CON-WAY CENTRAL EXPRESS		1,296,941 SEPTEMBER 18, 1984	SEPTEMBER 18, 2004	REGISTERED	UNITED STATES
CON-WAY EASTERN EXPRESS		1,469,421 DECEMBER 15, 1987	DECEMBER 15, 2007	REGISTERED	UNITED STATES
CON-WAY NOW		2,145,098 MARCH 17, 1998	MARCH 17, 2008	REGISTERED	UNITED STATES
CON-WAY NOW AND DESIGN		2,127,745 JANUARY 06, 1998	JANUARY 06, 2008	REGISTERED	UNITED STATES

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CONTINUATION TO QUESTION 4B:

Trademarks Schedule
REGISTRATIONS

Mark Name	App # App Date	Reg # Reg Date	Renewal Date	Status	Country
CON-WAY SOUTHERN EXPRESS		1,497,106 JULY 19, 1988	JULY 19, 2008	REGISTERED	UNITED STATES
CON-WAY TRUCKLOAD SERVICES		2,018,246 NOVEMBER 19, 1996	NOVEMBER 19, 2006	REGISTERED	UNITED STATES
CON-WAY WESTERN EXPRESS		1,368,200 OCTOBER 29, 1985	OCTOBER 29, 2005	REGISTERED	UNITED STATES
CONSOLIDATED AIR PARCEL SERVICE		746,033		REGISTERED	UNITED STATES
CROSS-CONTINENT SERVICE		1,822,141 FEBRUARY 15, 1994	FEBRUARY 15, 2004	REGISTERED	UNITED STATES
CSE AND DESIGN		1,491,551 JUNE 07, 1988	JUNE 07, 2008	REGISTERED	UNITED STATES
CSW (STYLIZED)		1,645,557 MAY 21, 1991	MAY 21, 2001	REGISTERED	UNITED STATES
CUSTOMER-IZATION		1,739,211 DECEMBER 08, 1992	DECEMBER 08, 2002	REGISTERED	UNITED STATES
CWT (STYLIZED)		2,081,952 JULY 22, 1997	JULY 22, 2007	REGISTERED	UNITED STATES
CWT (STYLIZED) CON-WAY TRUCKLOAD SERVICES		2,091,194 AUGUST 26, 1997	AUGUST 26, 2007	REGISTERED	UNITED STATES
CWX (STYLIZED)		1,296,943 AUGUST 18, 1984	AUGUST 18, 2004	REGISTERED	UNITED STATES
DIRECT		1,814,906 JANUARY 04, 1994	JANUARY 04, 2004	REGISTERED	UNITED STATES
EMERY EXPEDITE!		1,974,884 MAY 21, 1996	MAY 21, 2006	REGISTERED	UNITED STATES
EMERY OCEAN SERVICES		2,044,728 MARCH 11, 1997	MARCH 11, 2007	REGISTERED	UNITED STATES
EMERY WORLDWIDE AND DESIGN (COLOR)		2,108,856 OCTOBER 28, 1997	OCTOBER 28, 2007	REGISTERED	UNITED STATES
GEMINI PC SYSTEM		1,745,579 JANUARY 12, 1993	JANUARY 12, 2003	REGISTERED	UNITED STATES
GLOBALRATE		1,580,616 JANUARY 30, 1990	JANUARY 30, 2000	REGISTERED	UNITED STATES

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CONTINUATION TO QUESTION 4B:

Trademarks Schedule
REGISTRATIONS

Mark Name	App # App Date	Reg # Reg Date	Renewal Date	Status	Country
H.E.L.P. FAX		2,129,967 JANUARY 20, 1998	JANUARY 20, 2008	REGISTERED	UNITED STATES
INTERNATIONAL EXPRESS		1,680,871 MARCH 24, 1992	MARCH 24, 2002	REGISTERED	UNITED STATES
INTERNATIONAL PREFERRED		1,666,985 DECEMBER 03, 1991	DECEMBER 03, 2001	REGISTERED	UNITED STATES
INTERNATIONAL STANDARD SERVICE		1,775,509 JUNE 08, 1993	JUNE 08, 2003	REGISTERED	UNITED STATES
INTERNATIONAL STANDARD-PLUS SERVICE		1,810,211 DECEMBER 07, 1993	DECEMBER 07, 2003	REGISTERED	UNITED STATES
LOGISTICS MANAGER		1,620,955 NOVEMBER 06, 1990	NOVEMBER 06, 2000	REGISTERED	UNITED STATES
LOGISTICS MANAGER AND DESIGN		1,622,188 NOVEMBER 13, 1990	NOVEMBER 13, 2000	REGISTERED	UNITED STATES
LOGISTICS WORLDWIDE		1,921,311 SEPTEMBER 19, 1995	SEPTEMBER 19, 2005	REGISTERED	UNITED STATES
LOGISTICS WORLDWIDE AND DESIGN		1,947,914 JANUARY 16, 1996	JANUARY 16, 2006	REGISTERED	UNITED STATES
MENLO LOGISTICS		1,772,585 MAY 18, 1993	MAY 18, 2003	REGISTERED	UNITED STATES
ON TIME		1,642,080 APRIL 23, 1991	APRIL 23, 2001	REGISTERED	UNITED STATES
ON TIME (STYLIZED)		1,642,078 APRIL 23, 1991	APRIL 23, 2001	REGISTERED	UNITED STATES
PARTS SOUTH A DIVISION OF WILLAMETTE SALE AND DESIGN		1,893,422 MAY 09, 1995	MAY 09, 2005	REGISTERED	UNITED STATES
PM SERVICE (STYLIZED)		1,376,334 DECEMBER 17, 1985	DECEMBER 17, 2005	REGISTERED	UNITED STATES
PRIORITY FRESH		1,840,095 JUNE 14, 1994	JUNE 14, 2004	REGISTERED	UNITED STATES
PRO PLUS		1,452,469 SEPTEMBER 11, 1987	SEPTEMBER 11, 2007	REGISTERED	UNITED STATES
PYX (STYLIZED)		1,401,595	JULY 15, 2006	REGISTERED	UNITED STATES

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CONTINUATION TO QUESTION 4B:

Trademarks Schedule
REGISTRATIONS

Mark Name	App # App Date	Reg # Reg Date	Renewal Date	Status	Country
		JULY 15, 1986			
QUICKSOURCE		1,809,616 DECEMBER 07, 1993	DECEMBER 07, 2003	REGISTERED	UNITED STATES
SERVING BUSINESS AROUND THE WORLD, AROUND THE CLOCK		1,601,426 JUNE 12, 1990	JUNE 12, 2000	REGISTERED	UNITED STATES
SOLUTIONS DELIVERED DAILY		2,166,455 JUNE 16, 1998	JUNE 16, 2008	REGISTERED	UNITED STATES
SUPERIOR SERVICE LANES		2,044,878 MARCH 11, 1997	MARCH 11, 2007	REGISTERED	UNITED STATES
THE CF COMPANY		1,321,195 FEBRUARY 19, 1985	FEBRUARY 19, 2005	REGISTERED	UNITED STATES
THE CON-WAY NETWORK		1,931,253 OCTOBER 31, 1995	OCTOBER 31, 2005	REGISTERED	UNITED STATES
TOTAL MOVEMENT SYSTEM		1,343,236 JUNE 18, 1985	JUNE 18, 2005	REGISTERED	UNITED STATES
VIACF (STYLIZED)		1,711,683 SEPTEMBER 01, 1992	SEPTEMBER 01, 2002	REGISTERED	UNITED STATES
WISE		1,580,448 JANUARY 30, 1990	JANUARY 30, 2000	REGISTERED	UNITED STATES
YOUR BUSINESS DRIVES US		2,166,454 JUNE 16, 1998	JUNE 16, 2008	REGISTERED	UNITED STATES

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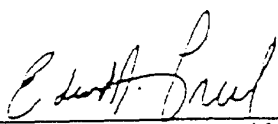
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State of Delaware
Office of the Secretary of State PAGE 1

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.




Edward J. Freel, Secretary of State

0526809 8100
971136742

AUTHENTICATION: 8439708
04-28-97
TRADEMARK

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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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