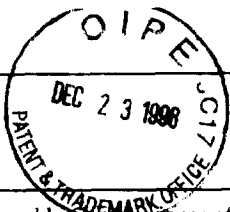


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RECORDATION FORM CO
TRADEMARKS

12-30-1998
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To the Honorable Commissioner of Patents and Trademarks. Please
Box Assignment, Washington, D.C.

ereof.

<p>1. Name of conveying party(ies): Consolidated Freightways, Inc.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State - DELAWARE <input type="checkbox"/> Other</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies): Name: <u>CNF Transportation Inc.</u></p> <p>Internal Address: _____</p> <p>Street Address: <u>3240 Hillview Avenue</u></p> <p>City <u>Palo Alto</u> State <u>CA</u> ZIP <u>94304</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>DELAWARE</u> <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designation must be a separate document from Assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>April 28, 1997</u></p>	
<p>4. Application number(s) or registration number(s): A. Trademark Application No.(s): None.</p>	<p>B. Trademark registration No.(s): CF AIR FREIGHT AND DESIGN, Reg. No. 1,624,089</p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>PENNIE & EDMONDS LLP 1667 K Street, N.W. Washington, D.C. 20006</p> <p>Attn.: <u>Nancy H. Lutz</u></p> <p>File No.: <u>9523-0126-999</u></p>	<p>6. Total number of applications and registrations involved: <u>1</u></p> <p>7. Total fee (37 CFR 3.41):.....\$ <u>40.00</u></p> <p>Please charge to the deposit account listed in Section 8, together with any other fees which may be due.</p> <p>8. Deposit account number: <u>16-1150</u></p>
<p>12/26/1998 JSHBAZZ 00000001 161150 1624089 01 FC:481 40.00 CH DO NOT USE THIS SPACE</p>	
<p>9. Statement and signature.</p> <p><i>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.</i></p> <p><u>Nancy H. Lutz</u> <u>Nancy H Lutz</u> <u>12/23/98</u> Name of Person Signing Reg. No. Signature Date</p> <p>Total number of pages comprising cover sheet: <u>4</u></p>	

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignment
Washington, D.C. 20231

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.



A handwritten signature in cursive script, appearing to read "Edward J. Freel".

Edward J. Freel, Secretary of State

0526809 8100
971136742

AUTHENTICATION: 8439708
DATE: 04-28-97

TRADEMARK
REEL: 1833 FRAME: 0116

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.

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.

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Edward J. Freel, Secretary of State

0526809 8100
971136742

AUTHENTICATION: 8439708
04-26-97

DATE:

TRADEMARK
REEL: 1833 FRAME: 0119

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:

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CONSOLIDATED FREIGHTWAYS, INC.

By. 

Eberhard G.H. Schmoller
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