

09-07-2001



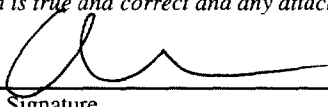
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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.
Box Assignment, Washington, DC 20231

<p>1. Name of conveying party(ies): CNF Transportation Inc. 8-27-01</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 of Delaware <input type="checkbox"/> Other _____ 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 Inc.</u> Internal Address: _____ Street Address: <u>3240 Hillview Avenue</u> 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 of Delaware <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 24, 2001</u></p>	
<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s) <u>SEE ATTACHED SCHEDULE</u></p>	<p>B. Trademark registration No.(s) <u>SEE ATTACHED SCHEDULE</u></p> <p>Additional numbers attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>PENNIE & EDMONDS LLP 3300 Hillview Avenue Palo Alto, California 94304</p> <p>Attn.: <u>Andrew J. Gray IV</u></p> <p>File No.: <u>9512-0389-999</u></p>	<p>6. Total number of applications and registrations involved: <u>118</u></p> <p>7. Total fee (37 CFR 3.41):.....\$ <u>2,990.00</u> Please charge to the deposit account listed in Section 8.</p> <p>8. Deposit account number: <u>16-1150</u></p>
DO NOT USE THIS SPACE	
<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>Andrew J. Gray IV</u>  <u>August 27, 2001</u> Name of Person Signing Reg. No. Signature Date</p> <p style="text-align: right;">Total number of pages comprising cover sheet: <u>10</u></p>	

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

09/06/2001 LNUELLER 00000243 161150 76222832

01 FC:481 40.00 CH
02 FC:482 2925.00 CH

TRADEMARK
REEL: 002358 FRAME: 0802

CA1 - 283346.1

Trademarks Schedule

<u>Trademark</u>	<u>Serial No.</u>	<u>Filing Date</u>
AHEAD FOR BUSINESS	76/222832	MARCH 08, 2001
BUSINESS CRITICAL	76/175681	DECEMBER 04, 2000
CBS AND DESIGN	76/177151	DECEMBER 07, 2000
CBS CON-WAY BUSINESS SOLUTIONS AND DESIGN	76/177150	DECEMBER 07, 2000
CCX AND MAPLE LEAF DESIGN	76/177157	DECEMBER 07, 2000
CCX CON-WAY CANADA EXPRESS AND MAPLE LEAF DESIGN	76/177155	DECEMBER 07, 2000
CELOS	76/229592	MARCH 23, 2001
CIS AND DESIGN	75/505593	JUNE 19, 1998
CMX AND DESIGN	76/177153	DECEMBER 07, 2000
CMX CON-WAY MEXICO EXPRESS AND DESIGN	76/177154	DECEMBER 07, 2000
CNF AND DESIGN	75/902896	JANUARY 27, 2000
CNF VENTURES	76/184078	DECEMBER 19, 2000
CON-WAY	76/229593	MARCH 23, 2001
CON-WAY AIR	76/222827	MARCH 08, 2001
CON-WAY AIR AND DESIGN	76/222828	MARCH 08, 2001
CON-WAY AIR EXPRESS	76/195412	JANUARY 16, 2001
CON-WAY BUSINESS SOLUTIONS	76/177152	DECEMBER 07, 2000
CON-WAY CANADA EXPRESS	75/941417	MARCH 10, 2000

CON-WAY CANADA EXPRESS AND MAPLE LEAF DESIGN	76/177156	DECEMBER 07, 2000
CON-WAY COLLABORATIVE LOGISTICS MANAGEMENT	76/222829	MARCH 08, 2001
CON-WAY FULFILLMENT CONSULTING	76/222831	MARCH 08, 2001
CON-WAY MEXICO EXPRESS	76/175682	DECEMBER 04, 2000
eEXPRESS	75/648955	FEBRUARY 26, 1999
eEXPRESS	75/896817	JANUARY 14, 2000
FULL CIRCLE CONSULTING	76/175677	DECEMBER 04, 2000
GUARANTEED GROUND SERVICE	76/099662	JULY 28, 2000
HEAVY THOUGHT	75/835707	OCTOBER 29, 1999
IMPOWER	75/393860	NOVEMBER 21, 1997
MENLO LOGISTICS	76/195414	JANUARY 16, 2001
MENLO LOGISTICS AND DESIGN	76/215408	FEBRUARY 22, 2001
PARCEL@HOME	76/071738	JUNE 15, 2000
REAL TIME INVENTORY VISIBILITY	76/175678	DECEMBER 04, 2000
REAL TIME ON TIME VISIBILITY	76/175679	DECEMBER 04, 2000
REAL TIME ORDER VISIBILITY	76/175675	DECEMBER 04, 2000
RESULTS BEYOND TODAY	76/175683	DECEMBER 04, 2000
RIV	76/175680	DECEMBER 04, 2000
ROV	76/175676	DECEMBER 04, 2000
SENTRY	76/215409	FEBRUARY 22, 2001

SENTRY AND DESIGN	76/222830	MARCH 08, 2001
THE POWER OF FORWARD THINKING	76/205872	FEBRUARY 05, 2001
WHERE SUPPLY MEETS DEMAND	75/862045	DECEMBER 01, 1999

<u>Trademark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
9:30 SERVICE AND DESIGN	2,194,059	OCTOBER 06, 1998
AROUND THE WORLD, AROUND THE CLOCK	1,545,691	JUNE 27, 1989
CARRIER ANONYMOUS TRACKING	1,936,376	NOVEMBER 21, 1995
CARRIER ANONYMOUS TRACKING	1,925,780	OCTOBER 10, 1995
CAT AND DESIGN	1,936,606	NOVEMBER 21, 1995
CCX (STYLIZED)	1,296,944	SEPTEMBER 18, 1984
CCX SERVICE EXCELLENCE AND DESIGN	1,429,547	FEBRUARY 17, 1987
CEX (STYLIZED)	1,434,248	MARCH 24, 1987
CF (STYLIZED) (COLOR)	1,981,006	JUNE 18, 1996
CF COMPANY AND DESIGN	1,321,196	FEBRUARY 19, 1985
CF DIRECT	1,806,578	NOVEMBER 23, 1993
CF DIRECT AND DESIGN	1,802,443	NOVEMBER 02, 1993
CNF	2,122,121	DECEMBER 16, 1997
CNF TRANSPORTATION AND DESIGN	2,173,732	JULY 14, 1998
CNF TRANSPORTATION INC.	2,232,517	MARCH 16, 1999
CON-WAY	2,278,192	SEPTEMBER 14, 1999

CON-WAY CENTRAL EXPRESS	1,296,941	SEPTEMBER 18, 1984
CON-WAY EASTERN EXPRESS	1,469,421	DECEMBER 15, 1987
CON-WAY GUARANTEED!	2,403,740	NOVEMBER 14, 2000
CON-WAY INTEGRATED SERVICES	2298426	DECEMBER 07, 1999
CON-WAY INTEGRATED SERVICES (AND RIBBON DESIGN)	2,449,604	MAY 08, 2001
CON-WAY INTERMODAL	2,453,586	MAY 22, 2001
CON-WAY NOW	2,145,098	MARCH 17, 1998
CON-WAY NOW AND DESIGN	2,127,745	JANUARY 06, 1998
CON-WAY SOUTHERN EXPRESS	1,497,106	JULY 19, 1988
CON-WAY TRANSPORTATION SERVICES	2,328,470	MARCH 14, 2000
CON-WAY TRUCKLOAD SERVICES	2,018,246	NOVEMBER 19, 1996
CON-WAY WESTERN EXPRESS	1,368,200	OCTOBER 29, 1985
CSE AND DESIGN	1,491,551	JUNE 07, 1988
CSW (STYLIZED)	1,645,557	MAY 21, 1991
CUSTOMER-IZATION	1,739,211	DECEMBER 08, 1992
CWT (STYLIZED)	2,081,952	JULY 22, 1997
CWT (STYLIZED) CON-WAY TRUCKLOAD SERVICES	2,091,194	AUGUST 26, 1997
CWX (STYLIZED)	1,296,943	AUGUST 18, 1984
EMCON	2,187,264	SEPTEMBER 08, 1998
EMCON 2 THOUSAND AND DESIGN	2,364,991	JULY 04, 2000

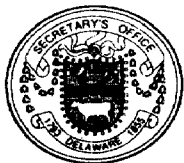
EMCON 2000	2,209,420	DECEMBER 08, 1998
EMERY	0,874,033	JULY 29, 1989
EMERY AIR FREIGHT FLYING HOURGLASS & GLOBAL DESIGN	0,745,590	FEBRUARY 19, 1983
EMERY CUSTOMS BROKERS	2,405,254	NOVEMBER 21, 2000
EMERY EXPEDITE!	1,974,884	MAY 21, 1996
EMERY GLOBAL LOGISTICS	2,184,562	AUGUST 25, 1998
EMERY OCEAN SERVICES	2,044,728	MARCH 11, 1997
EMERY WORLDWIDE	1,218,636	NOVEMBER 30, 1982
EMERY WORLDWIDE AND DESIGN	1,649,045	JUNE 25, 1991
EMERY WORLDWIDE AND DESIGN (COLOR)	2,108,856	OCTOBER 28, 1997
EXACTRAX	2,295,862	NOVEMBER 30, 1999
GEMINI PC SYSTEM	1,745,579	JANUARY 12, 1993
GOLD PRIORITY	2,377,498	AUGUST 15, 2000
GOLD PRIORITY AND DESIGN	2,391,494	OCTOBER 03, 2000
GOLD PRIORITY DAYLIGHT SERVICE	2,386,842	SEPTEMBER 19, 2000
GOLD PRIORITY PLUS	2,334,409	MARCH 28, 2000
GOLD PRIORITY SERVICE	2,334,415	MARCH 28, 2000
H.E.L.P. FAX	2,129,967	JANUARY 20, 1998
INTERNATIONAL EXPRESS	1,680,871	MARCH 24, 1992
INTERNATIONAL PREFERRED	1,666,985	DECEMBER 03, 1991

INTERNATIONAL STANDARD SERVICE	1,775,509	JUNE 08, 1993
INTERNATIONAL STANDARD-PLUS SERVICE	1,810,211	DECEMBER 07, 1993
K-VAN	2,439,101	MARCH 27, 2001
LOGISTICS WORLDWIDE	1,921,311	SEPTEMBER 19, 1995
LOGISTICS WORLDWIDE AND DESIGN	1,947,914	JANUARY 16, 1996
MENLO LOGISTICS	1,772,585	MAY 18, 1993
MOVERS OF HOPE	2,456,224	MAY 29, 2001
PARTS SOUTH A DIVISION OF WILLAMETTE SALE AND DESIGN	1,893,422	MAY 09, 1995
PM SERVICE (STYLIZED)	1,376,334	DECEMBER 17, 1985
PRIORITY FRESH	1,840,095	JUNE 14, 1994
PRO PLUS	1,452,469	SEPTEMBER 11, 1987
QUICKSOURCE	1,809,616	DECEMBER 07, 1993
ROAD SYSTEMS	1,185,669	JANUARY 12, 1982
ROAD SYSTEMS AND DESIGN	1,248,869	AUGUST 23, 1983
SOLUTIONS DELIVERED DAILY	2,166,455	JUNE 16, 1998
SUPERIOR SERVICE LANES	2,044,878	MARCH 11, 1997
THE CF COMPANY	1,321,195	FEBRUARY 19, 1985
THE CON-WAY NETWORK	1,931,253	OCTOBER 31, 1995
THE DEFINITION OF FAST	2,267,707	AUGUST 03, 1999
WHERE IDEAS CARRY WEIGHT	2,188,356	SEPTEMBER 08, 1998

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, 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 "CNF TRANSPORTATION INC.", CHANGING ITS NAME FROM "CNF TRANSPORTATION INC." TO "CNF INC.", FILED IN THIS OFFICE ON THE TWENTY-FOURTH DAY OF APRIL, A.D. 2001, AT 9 O'CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1211604

DATE: 06-26-01

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010284193

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REEL: 002358 FRAME: 0810

CERTIFICATE OF AMENDMENT OF CERTIFICATE OF INCORPORATION

OF

CNF TRANSPORTATION INC.

It is hereby certified that:

1. The name of the corporation (hereinafter called the "corporation") is CNF Transportation Inc.

2. The certificate of incorporation of the corporation is hereby amended by striking out Article FIRST thereof and by substituting in lieu of said Article the following new Article:

"FIRST. The name of the corporation is CNF Inc."

3. The amendment of the certificate of incorporation herein certified has been duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

Signed on April 24, 2001

/s/Eberhard G.H. Schmoller

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