

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005)

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): Navistar International Transportation Corp. Individual(s) Association General Partnership Limited Partnership Corporation-State Other

2. Name and address of receiving party(ies) Name: International Truck and Engine Corp Internal Address: Law Offices, 2W Street Address: P.O. Box 1488 City: Warrenville State: IL Zip: 60555 Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Delaware Other

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations 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: 2/8/2000

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 1408369 Additional number(s) attached Yes No

6. Total number of applications and registrations involved: 1

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Debra L. Hutchings Internal Address: Law Offices, 2W Street Address: 4201 Winfield Road, P.O. Box 1488 City: Warrenville State: IL Zip: 60555

7. Total fee (37 CFR 3.41): \$ 40.00 Enclosed Authorized to be charged to deposit account 8. Deposit account number: 140603

DO NOT USE THIS SPACE

9. Signature. Debra L. Hutchings Name of Person Signing February 8, 2003 Date

Total number of pages including cover sheet, attachments, and document: 3

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

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
NAVISTAR INTERNATIONAL TRANSPORTATION CORP.**

NAVISTAR INTERNATIONAL TRANSPORTATION CORP., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (hereinafter called the "Corporation"), does hereby certify:

FIRST: That the directors of the Corporation, acting by written consent dated effective January 31, 2000, pursuant to Section 141(f) of the General Corporation Law of the State of Delaware, duly adopted a resolution setting forth a proposed amendment to the Certificate of Incorporation of said Corporation, declaring said amendment to be advisable and directing said amendment to be presented to the stockholders of the Corporation for consideration thereby. The resolution setting forth the proposed amendments is as follows:

BE IT RESOLVED, that Article First of the Certificate of Incorporation be amended to read in its entirety as follows:

First: The name of the corporation (hereinafter called the Company) is

International Truck and Engine Corporation

SECOND: That the sole stockholder of said Corporation, acting by written consent dated effective January 31, 2000, pursuant to Section 228(a) of the General Corporation Law of the State of Delaware, has given written consent to said amendment, and said written consent was filed with the minutes of the stockholders of the Corporation.

THIRD: That said amendment was duly adopted in accordance with the applicable provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

~~IN WITNESS WHEREOF, NAVISTAR INTERNATIONAL TRANSPORTATION~~
CORP., has caused this certificate to be signed on the date indicated below by John R. Horne, its Chairman, President and Chief Executive Officer.

NAVISTAR INTERNATIONAL TRANSPORTATION CORP.

By: *J. Horne*
John R. Horne

Title: Chairman, President and Chief Executive Officer

Date Signed: 2/8/00

State of Delaware
Office of the Secretary of State

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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 "NAVISTAR INTERNATIONAL TRANSPORTATION CORP.", CHANGING ITS NAME FROM "NAVISTAR INTERNATIONAL TRANSPORTATION CORP." TO "INTERNATIONAL TRUCK AND ENGINE CORPORATION", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF FEBRUARY, A.D. 2000, AT 10:30 O'CLOCK A.M.



Edward J. Freel, Secretary of State

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RECORDED: 02/10/2003

AUTHENTICATION:

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DATE:

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