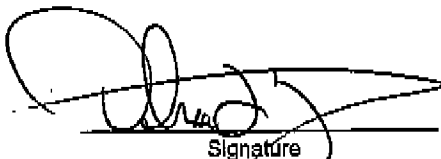


Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005)		<b>RECORDATION FORM COVER SHEET</b> <b>TRADEMARKS ONLY</b>		U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office	
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.					
<b>1. Name of conveying party(ies):</b> Navistar International Transportation Corp.			<b>2. Name and address of receiving party(ies)</b> Name: <u>International Truck and Engine Corp</u> Internal Address: <u>Law Offices, 2W</u>  Street Address: <u>P.O. Box 1488</u> City: <u>Warrenville</u> State: <u>IL</u> Zip: <u>60555</u>		
<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 <input type="checkbox"/> Other _____			<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 _____		
Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>3. Nature of conveyance:</b> <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Execution Date: <u>2/8/2000</u>			<b>4. Application number(s) or registration number(s):</b> A. Trademark Application No.(s) _____ B. Trademark Registration No.(s) <u>2037522</u>  Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>5. Name and address of party to whom correspondence concerning document should be mailed:</b> Name: <u>Debra L. Hutchings</u> Internal Address: <u>Law Offices, 2W</u>  Street Address: <u>4201 Winfield Road,</u> <u>P.O. Box 1488</u>  City: <u>Warrenville</u> State: <u>IL</u> Zip: <u>60555</u>			<b>6. Total number of applications and registrations involved:</b> ..... <span style="border: 1px solid black; padding: 2px;">1</span>		
<b>7. Total fee (37 CFR 3.41)</b> .....\$ <u>40.00</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account			<b>8. Deposit account number:</b> <u>140603</u>		
<b>DO NOT USE THIS SPACE</b>					
<b>9. Signature.</b> <div style="display: flex; justify-content: space-between; align-items: flex-end;"> <div style="width: 30%;"> <u>Debra L. Hutchings</u>            Name of Person Signing         </div> <div style="width: 30%; text-align: center;">             Signature         </div> <div style="width: 30%; text-align: right;"> <u>February 8, 2003</u>            Date         </div> </div>					
Total number of pages including cover sheet, attachments, and document: <span style="border: 1px solid black; padding: 2px;">3</span>					

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

*State of Delaware*  
*Office of the Secretary of State*

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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 "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.



Handwritten signature of Edward J. Freel in cursive.

Edward J. Freel, Secretary of State

0634619 8100

001089474

AUTHENTICATION:

0273555

DATE:

TRADEMARK

REEL: 002608 FRAME: 0399

**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

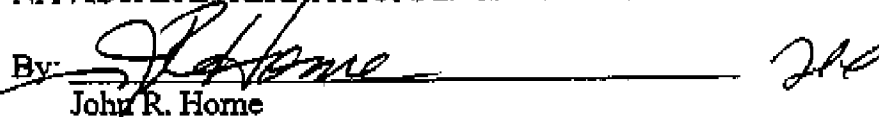
**International Truck and Engine Corporation**

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:   
John R. Horne

Title: Chairman, President and Chief Executive Officer

Date Signed: 2/9/00