

Form PTO-1594 (Rev. 07/05)

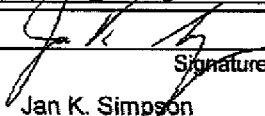
OMB Collection 0651-0027 (exp. 6/30/2008)

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

RECORDATION FORM COVER SHEET

TRADEMARKS ONLY

To the Director of the U.S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

<p>1. Name of conveying party(ies): Roadway Express, 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>Citizenship <u>U.S.</u> (see guidelines)</p> <p>Additional name(s) of conveying parties attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies) Additional names, addresses, or citizenship attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Name: <u>YRC Worldwide, Inc.</u> Internal Address: _____ Street Address: <u>10990 Roe Avenue</u> City: <u>Overland Park</u> State: <u>Kansas</u> Country: <u>U.S.</u> Zip: <u>66211</u></p> <p><input type="checkbox"/> Association Citizenship _____ <input type="checkbox"/> General Partnership Citizenship _____ <input type="checkbox"/> Limited Partnership Citizenship _____ <input checked="" type="checkbox"/> Corporation Citizenship <u>U.S.</u> <input type="checkbox"/> Other _____ Citizenship: _____</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 (Designations must be a separate document from assignment)</p>
<p>3. Nature of conveyance/Execution Date(s): Execution Date(s) <u>June 14, 2006</u> <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p>	
<p>4. Application number(s) or registration number(s) and identification or description of the Trademark. A. Trademark Application No.(s) _____ B. Trademark Registration No.(s) [See Attached Schedule A] Additional sheet(s) attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>	
<p>C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown): Registration number(s): [See Attached Schedule A]</p>	
<p>5. Name & address of party to whom correspondence concerning document should be mailed: Name: <u>Jan K. Simpson</u> <u>FULBRIGHT & JAWORSKI L.L.P.</u> Internal Address: Atty. Dkt.: <u>10502115</u> Street <u>Fulbright Tower</u> Address: <u>1301 McKinney, Suite 5100</u> City: <u>Houston</u> State: <u>TX</u> Zip: <u>77010-3095</u> Phone Number: <u>(713) 651-5383</u> Fax Number: <u>(713) 651-5246</u> Email Address: <u>jksimpson@fulbright.com</u></p>	<p>6. Total number of applications and registrations involved: <u>20</u></p> <p>7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 515.00 <input type="checkbox"/> Authorized to be charged by credit card <input checked="" type="checkbox"/> Authorized to be charged to deposit account <input type="checkbox"/> Enclosed</p> <p>8. Payment Information: a. Credit Card Last 4 Numbers _____ Expiration Date _____ b. Deposit Account Number <u>06-2375</u> Authorized User Name <u>Jan K. Simpson</u></p>
<p>9. Signature: <u></u> <u>June 15, 2006</u> Signature _____ Date _____ <u>Jan K. Simpson</u> Total number of pages including cover sheet, attachments, and documents: <u>6</u> Name of Person Signing</p>	

CH \$515.00 062375 2804885

SCHEDULE A
U.S. TRADEMARKS

Serial Number	Reg. Number	Word Mark
78195721	2804885	ROADWAY REVERSE LOGISTICS, INC.
76556168	3077126	WE ARE ROADWAY
76556924	3077125	I AM ROADWAY
76556167	3068705	R2RETURNS
76591180	2951212	FAST AS FLITE
76560709	2961833	REIMER EXPRESS LINES LTD.
76445872	2837059	ROADWAYAIR FREQUENT SHIPPER PROGRAM
76328536	2684654	ROADWAY AIR
75938633	2489326	WE KNOW THE ROAD
75712382	2847628	ROADWAY BORDER AMBASSADOR
75631589	2386488	DELIVERING INNOVATION
75492683	2438906	KIP SYSTEM
75140572	2298451	REXSIS
75099548	2115325	ROADWAY EXPRESS
74703902	2037882	EXPRESSWORKS
74332721	1829003	PREVIEW
74145006	1671364	E-Z EXPORT
73386468	1288108	QUIKTRAK
73097035	1068287	ROADWAY R
73059298	1050952	ROADWAY

ASSIGNMENT

WHEREAS, ROADWAY EXPRESS, INC., a Delaware Corporation, having its principal place of business at 1077 Gorge Boulevard, Akron, Ohio, 44309 (hereinafter referred to as Assignor), has adopted and is using the trademarks set forth in SCHEDULE A hereof which they have used in various countries throughout the world including the United States ("Marks"); and

WHEREAS, YRC WORLDWIDE, INC., a corporation organized under and pursuant to the laws of Delaware having its principal place of business at 10990 Roe Avenue, Overland Park, Kansas, 66211 (hereinafter referred to as Assignee), desires to acquire the Marks and the goodwill of the business associated with the Marks.

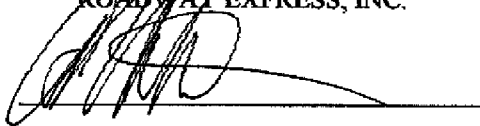
NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Assignor does hereby assign and transfer to the Assignee the entire right, title, and interest in and to the registrations for said Marks and all of its right, title, and interest to said Marks not presently registered set forth in *SCHEDULE A* hereof, together with the goodwill of the business symbolized by the Marks and the registrations thereof, and all other rights which Assignor has enjoyed thereunder both in the United States and throughout all countries of the world, including any and all rights of recovery based on past infringement of said Marks and/or registrations, the same to be held and enjoyed by the Assignee, its successors, and assigns forever and to the full end of the terms for which any of the aforesaid Marks are registered and any renewals of the terms thereof;

AND FOR THE SAME CONSIDERATION, the Assignor also hereby covenants and agrees that, at the time of execution and delivery of these presents, the Assignor is the sole and lawful owner of the entire right, title, and interest in and to the said registrations and applications and believes it is the sole and lawful owner of the entire right, title, and interest to said Marks and said goodwill associated therewith and that the same are unencumbered and that the Assignor has good and full right and lawful authority to sell and convey the same in the manner herein set forth;

AND FOR THE SAME CONSIDERATION, the Assignor hereby covenants and agrees that the Assignor will, whenever counsel of the Assignee or the counsel of its successors, legal representatives, and assigns shall advise that it is lawful and desirable, sign all papers and documents, deliver necessary documents including original registration certificates, if available, take all lawful oaths, execute separate confirmatory assignments, and do all acts reasonably necessary or desirable to be done for the procurement, maintenance, enforcement, and defense of said Marks and registrations thereof without charge to the Assignee, its successors, legal representatives, and assigns, other than reasonable costs and expenses incurred by the Assignor or any of its employees, agents, and representatives in connection with the foregoing actions.

ROADWAY EXPRESS, INC.

By:



6/14/06
Date

Andrew Horton
Name

Vice President
Title

YRC WORLDWIDE INC.

By:



6/14/06
Date

Michelle Russell
Name

Assistant General Counsel
Title

SCHEDULE A
U.S. TRADEMARKS

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73097035	1068287	ROADWAY R
73059298	1050952	ROADWAY

INTERNATIONAL TRADEMARKS

Reg. No.	Mark	Country
TMA275948	FAST AS FLITE	Canada
TMA283088	R Design	Canada
532090	ROADWAY	Benelux
TMA354213	ROADWAY	Canada
05923/1994	ROADWAY	Denmark
611246	ROADWAY	International Registration covering Austria, Switzerland, Germany, Spain, France, Italy, Portugal
306610	ROADWAY	Mexico
7254	ROADWAY	Puerto Rico
TMA419149	ROADWAY "R" and Design	Canada
312947	ROADWAY "R" and Design	Mexico
229101	ROADWAY "R" and Design	New Zealand
42190	ROADWAY "R" and Design	Puerto Rico
TMA354212	ROADWAY EXPRESS	Canada
01674/1994	ROADWAY EXPRESS	Denmark
611696	ROADWAY EXPRESS	International Registration covering Austria, Switzerland, Germany, Spain, France, Italy, Portugal
39059	ROADWAY EXPRESS	Puerto Rico
TMA479757	ROADWAY EXPRESS CANADA and Design	Canada
Application No. 1194843	REIMER EXPRESS LINES LTD./ROADWAY EXPRESS & Globe Design	Canada
532087	ROADWAY GLOBAL AIR	Benelux
05040/1993	ROADWAY GLOBAL AIR	Denmark
611245	ROADWAY GLOBAL AIR	International Registration covering Austria, Switzerland, Germany, Spain, France, Italy, Portugal
532092	ROADWAY SERVICES and RS Design	Benelux
611247	ROADWAY SERVICES and RS Design	International Registration covering Austria, Switzerland, Germany, Spain, France, Italy
532093	ROADWAY WORKING EXPRESSLY FOR YOU	Benelux
05039/1993	ROADWAY WORKING EXPRESSLY FOR YOU	Denmark
611248	ROADWAY WORKING EXPRESSLY FOR YOU	International Registration covering Austria, Switzerland, Germany, Spain, France, Italy, Portugal