

State of Idaho

Office of the Secretary of State

AMENDED CERTIFICATE OF AUTHORITY

OF

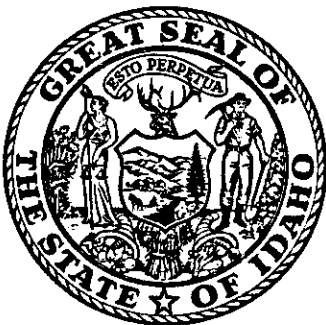
CON-WAY NOW, INC.

File Number C 136312

I, BEN YSURSA, Secretary of the State, hereby certify that an Application for Amended Certificate of Authority, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Amended Certificate of Authority to reflect the name change from CON-WAY NOW, INC. to **CON-WAY EXPEDITE & BROKERAGE INC.** and attach hereto a duplicate of the application for such amended certificate.

Dated: July 6, 2006



Ben Yursa

SECRETARY OF STATE

By *Sheryl Delmar*



APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY

(Instructions on back of application)

05 JUL -6 AM 11:50

To the Secretary of State of the State of Idaho:

Pursuant to Section 30-1-1504, Idaho Code, the undersigned Corporation hereby applies for an amended certificate of authority to transact business in the State of Idaho and for that purpose submits the following statement. Complete only applicable items.

SECRETARY OF STATE
STATE OF IDAHO

1. A Certificate of Authority was issued to the corporation by your office on: _____, authorizing it to transact business in the State of Idaho under the name of: Con-Way NOW, Inc.
2. Its corporate name has been changed to: Con-way Expedite & Brokerage Inc.
3. The name which it shall use hereafter in the State of Idaho is: _____
4. It has changed its jurisdiction of incorporation, without a change of corporate identity to: _____

Dated: 5/15/2006 Corporation Name: Con-way Expedite & Brokerage Inc.

Signature: _____

Typed Name: Jennifer W. Pileggi


Capacity: Secretary

Customer Acct # :

(If using pre-paid account)

Secretary of State use only

g:\corp\form\comp\form1
amended cert of authority.pdf
Revised 07/2002

IDAHO SECRETARY OF STATE 
07/06/2006 05:00
CK: 7771414 CT: 16058 BH: 963621
1 @ 38.00 = 38.00 AMEND CERT # 3
1 @ 28.00 = 28.00 EXPEDITE C # 4

C136312

Delaware

PAGE 1

The First State

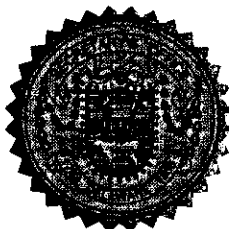
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "CON-WAY NOW, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "CON-WAY EXPEDITE & BROKERAGE INC.", THE FIFTEENTH DAY OF MAY, A.D. 2006, AT 8 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CON-WAY NOW, INC." WAS INCORPORATED ON THE SEVENTEENTH DAY OF OCTOBER, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.



3302223 8320

060515231

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4781021

DATE: 05-30-06