

State of Idaho

Office of the Secretary of State

**CERTIFICATE OF AUTHORITY
OF
CON-WAY NOW, INC.**

File Number C 136312

I PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, 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 Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: November 15, 2000



Pete T. Cenarrusa
SECRETARY OF STATE

By *Natalie Janty*

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

To the Secretary of State of Idaho:

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1. The name of the corporation is Con-^{Way} NOW, Inc. S-15

2. The name which it shall use in Idaho is Con-^{Way} NOW, Inc. R-2

3. It is incorporated under the laws of Delaware R-1

4. Its date of incorporation is October 17, 2000. R-100

5. The address of its principal office is c/o CNF Transportation Inc.
3240 Hillview Avenue, Palo Alto, CA 94304 R-1

6. The address to which correspondence should be addressed, if different from item 5, is 3240 Hillview Avenue, Palo Alto, CA 94304 R-1

7. The street address of its registered office in Idaho is 1401 Shoreline Drive, Suite 2
Boise, ID 83702 Corporation Service Company

8. The names and respective business addresses of its directors and officers are:

Name _____

Office

Address

See attached officers/directors rider

Dated: Nov. 9, 2000

Con-Way NOW, Inc.

(Corporation name)

By _____

EBERHARD G.H. SCHMOLLER

Its SECRETARY

(specify capacity of signer)

Customer Acct # :

(if using pre-paid mail) **IDAHO SECRETARY OF STATE**

Secretary of State use only

11/15/2000 09:00
CK: 152139 CT: 16058 BH: 360941

1 @ 100.00 = 100.00 AUTH PRO # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3
1 @ 20.00 = 20.00 REFUND O P # 4

Directors, Officers Report

Con-Way NOW, Inc.

10/23/2000

DIRECTORS

J. Edwin Conaway

SSN:

Primary Address:

[REDACTED]
4840 Venture Drive, #100
Ann Arbor, MI 48108

Director

Gerald L. Detter

SSN:

Primary Address:

[REDACTED]
110 Parkland Plaza
Ann Arbor, MI 48103

Director

Gregory L. Quesnel

SSN:

Primary Address:

[REDACTED]
CNF Transportation Inc.
3240 Hillview Avenue
Palo Alto, CA 94304

Director

Chutta Ratnathicam

SSN:

Primary Address:

[REDACTED]
3240 Hillview Avenue
Palo Alto, CA 94304

Director

Eberhard G. H. Schmoller

SSN:

Primary Address:

[REDACTED]
3240 Hillview Avenue
Palo Alto, CA 94304

Director

OFFICERS

Gregory L. Quesnel

SSN:

Primary Address:

[REDACTED]
CNF Transportation Inc.
3240 Hillview Avenue
Palo Alto, CA 94304

Chairman of the Board

J. Edwin Conaway

SSN:

Primary Address:

[REDACTED]
4840 Venture Drive, #100
Ann Arbor, MI 48108

President and Chief Executive Officer

Don C. Fegly

SSN:

Primary Address:

[REDACTED]
4840 Venture Drive, #100
Ann Arbor, MI 48108

Director of Sales

Matthew J. Kloss

SSN:

Primary Address:

[REDACTED]
4840 Venture Drive, #100
Ann Arbor, MI 48108

Director of Operations

SECURITY
SECTION
NOV 15 1 20 PM '00
FBI - WASH, D.C.

Eberhard G. H. Schmoller

SSN: [REDACTED]
Primary Address: 3240 Hillview Avenue
Palo Alto, CA 94304

Secretary

Kevin C. Schick

SSN: [REDACTED]
Primary Address: 110 Parkland Plaza
Ann Arbor, MI 48103

Treasurer

Charles J. Dragon

SSN: [REDACTED]
Primary Address: 1717 N.W. 21st Street
Portland, OR 97209-1797

Assistant Secretary

Scott J. Engers

SSN: [REDACTED]
Primary Address: 110 Parkland Plaza
Ann Arbor, MI 48103

Assistant Secretary

Debra F. Schramm

SSN: [REDACTED]
Primary Address: 1717 N.W. 21st Avenue
Portland, OR 97209

Assistant Secretary

J. Craig Boretz

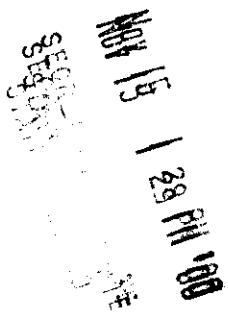
SSN: [REDACTED]
Primary Address: 1717 N.W. 21st Avenue
Portland, OR 97209-1797

Assistant Treasurer

Mark C. Thickpenny

SSN: [REDACTED]
Primary Address: 3240 Hillview Avenue
Palo Alto, CA 94304

Assistant Treasurer



Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CON-WAY NOW, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE NINTH DAY OF NOVEMBER, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



A handwritten signature in black ink that reads "Edward J. Freel".

Edward J. Freel, Secretary of State

3302223 8300

AUTHENTICATION: 0782151

001563217

DATE: 11-09-00