

State of Idaho

Office of the Secretary of State

**AMENDED CERTIFICATE OF AUTHORITY
OF**

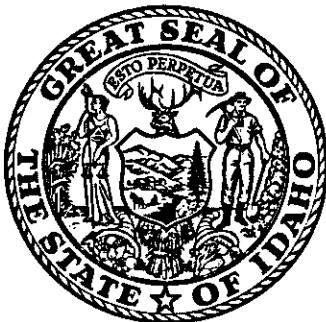
CON-WAY EXPEDITE & BROKERAGE INC.

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 EXPEDITE & BROKERAGE INC. to **CON-WAY TRUCKLOAD SERVICES INC.** and attach hereto a duplicate of the application for such amended certificate.

Dated: October 26, 2006



Ben Yursa

SECRETARY OF STATE

By *Sheryl DeWine*



APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY

(Instructions on back of application)

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.

1. A Certificate of Authority was issued to the corporation by your office on: November 15, 2000,
authorizing it to transact business in the State of Idaho under the name of:
Con-way Expedite & Brokerage Inc.
2. Its corporate name has been changed to: Con-way Truckload Services 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: 10/11/2006 Corporation Name: Con-way Truckload Services Inc.

Signature: _____

Typed Name: Jennifer W. Pileggi

Capacity: Secretary

Customer Acct # :

(if using pre-paid account)

Secretary of State use only

g:\corporate\corpform\1
amended cert of authority.pdf
Revised 07/2002

IDAHO SECRETARY OF STATE
10/26/2006 05:00
CK: 7921732 CT: 1157 BH: 998827
1 @ 30.00 = 30.00 AMEND CERT # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

C136312

Delaware

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "CON-WAY EXPEDITE & BROKERAGE INC.", FILED A CERTIFICATE OF MERGER, CHANGING ITS NAME TO "CON-WAY TRUCKLOAD SERVICES INC.", THE TWENTY-NINTH DAY OF SEPTEMBER, A.D. 2006, AT 10:57 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTIETH DAY OF SEPTEMBER, A.D. 2006, AT 12 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CON-WAY EXPEDITE & BROKERAGE 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



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

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060944577

AUTHENTICATION: 5115557

DATE: 10-16-06

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BEEN FILED TO DATE.



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060944577

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5115557

DATE: 10-16-06