

XPOLogistics

Truckload, Inc.

RECEIVED

JUL 20 2016

July 20, 2016

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

SECRETARY
PA PUBLIC UTILITY COMMISSION
P.O. BOX 3265
HARRISBURG, PA 17105-3265

RE: NAME CHANGE

Permit #A-00123888

To Who It May Concern:

This letter is to advise of a recent name change from Con-way Truckload Inc. to XPO Logistics Truckload, Inc. for Pennsylvania Intrastate Authority permit (A-00123888).

This is a name change ONLY, no change in ownership or control of the company. The and USDOT #070289 remain the same.

We have enclosed the following documents:

- o Copy of the PA Commission records
- o Copy of the Certificate of Incorporation
- o Copy of Amended Certificate filing with the secretary of state
- o Verification

Please note for Form E or H: Our insurance agent has filed with the state showing the name change.

If you need anything further, please give me call at (503) 450-5504, fax (503) 450-5500 or email me at vila.jantakun@xpo.com.

Sincerely,



Vila Jantakun
License Coordinator

Enclosure

STATE OF MISSOURI



Jason Kander
Secretary of State

CERTIFICATE OF AMENDMENT AND RESTATEMENT

WHEREAS,

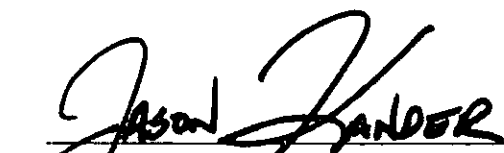
XPO Logistics Truckload, Inc.
00078169

FORMERLY

Con-way Truckload Inc.

a corporation organized under General and Business Corporation Law has delivered to me a Certificate Of Amendment And Restatement of its Articles of Incorporation and has in all respects complied with the requirements of law governing the Amendment and Restatement of Articles of Incorporation under General and Business Corporation Law, and that the Articles of Incorporation of said corporation are amended in accordance therewith.

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the GREAT SEAL of the State of Missouri, Done at the City of Jefferson, this 1st day of March, 2016.


Secretary of State



00078169

Date Filed: 3/1/2016

Jason Kander

Missouri Secretary of State

**CERTIFICATE OF AMENDMENT
TO THE ARTICLES OF INCORPORATION OF
CON-WAY TRUCKLOAD INC.**

Pursuant to the provisions of The General and Business Corporation Law of Missouri, the undersigned corporation hereby certifies the following:

1. The name of the corporation is Con-way Truckload Inc. The name under which the corporation was originally organized is Contract Freighters, Inc.
2. Amendments to the corporation's articles of incorporation as herein set forth were adopted by the shareholders on February 24, 2016.
3. The current articles of incorporation are amended in their entirety to read as follows:

SEE ATTACHED

4. The number of shares outstanding was 5,920,537 common shares, and the number of shares entitled to vote on the amendment was 5,920,537 common shares.
5. The number of shares voted for the amendments was 5,920,537 common shares. The number of shares voted against the amendments was NONE.
6. Pursuant to the amendment, the aggregate number of shares of stock which the corporation is authorized to issue shall be changed from 15,000,000 shares of common stock, without par value, to 1,000 shares of common stock, par value \$.01. The corporation shall cancel its current outstanding common stock and issue new common stock in exchange of the cancelled shares. Every 10,000 shares of outstanding common stock, without par value, shall be exchanged for one (1) share of common stock, par value \$.01.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment this 1st day of March, 2016.

Con-way Truckload Inc.

By:


Gordon E. Devens

Vice President and Secretary

ORI-03012016-1683 State of Missouri

No of Pages 2 Pages



Amend/Restate - For Profit

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
CON-WAY TRUCKLOAD INC.**

By shareholder action pursuant to and in accordance with RSMo. 351.090, Con-way Truckload Inc. (the "Corporation") hereby adopts and sets forth its following Amended and Restated Articles of Incorporation:

Article One: The name of the Corporation is XPO Logistics Truckload, Inc.

Article Two: The address of the Corporation's current registered office in the state of Missouri is 221 Bolivar, Jefferson City, Missouri 65101, and the name of its current registered agent at such address is CSC-Lawyers Incorporating Service Company.

Article Three: The aggregate number of shares of stock which the Corporation shall have authority to issue is 1,000 shares of common stock, par value \$.01 per share.

Article Four: The names and places of residence of the incorporators is as follows:

<u>Name</u>	<u>Residence</u>
Roy F. Reed	Joplin, Missouri
Mabel L. Reed	Joplin, Missouri
Alden A. Stockard	Jefferson City, Missouri

Article Five: The duration of the Corporation is perpetual.

Article Six: The purpose of the Corporation shall be to engage in any lawful act or activity for which corporations may be organized and incorporated under The General and Business Corporation Law of Missouri

IN WITNESS WHEREOF, the Corporation has caused this certificate to be signed this 1st day of March, 2016.

Con-way Truckload Inc

By: _____

Gordon E. Devens
Gordon E. Devens
Vice President and Secretary

Entity# : 3734929
Date Filed : 03/09/2016
Pedro A. Cortés
Secretary of the Commonwealth

PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

Return document by mail to:
CSC order # 043309-130 UBJ
Name

Corporation Service Company
(xx) Return document by email to: cscpa@cscinfo.com

Amendment of Foreign Registration
DSCB-15 417
TCO160309JD0471

Read all instructions prior to completing. This form may be submitted online at <https://www.corporations.pa.gov/>.

Fee: \$250

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 413 (relating to amendment of foreign registration statement), the undersigned registered foreign association hereby states that:

1. The name of the association under which it is registered to do business in this Commonwealth is:

Con-way Truckload Inc.

2. The type of association is (check only one):

- Business Corporation
- Nonprofit Corporation
- Limited Liability Company
- Limited Partnership
- Limited Liability (General) Partnership
- Limited Liability Limited Partnership
- Business Trust
- Professional Association

3. The (a) address of the association's registered office in this Commonwealth or (b) name of its Commercial Registered Office Provider and the county of venue is:

Complete part (a) **OR** (b) -- not both:

(a) _____
Number and street City State Zip County
OR

(b) c/o: Corporation Service Company _____
Name of Commercial Registered Office Provider Dauphin County

4. Effective date of amendment of foreign registration (check, and if appropriate complete, one of the following):

- The Amendment of Foreign Registration shall be effective upon filing in the Department of State.
- The Amendment of Foreign Registration shall be effective on: _____ at _____
Date (MM/DD/YYYY) Hour (if any)

2016 MAR -9 AM 9:46

COMPT OF PA
DEPT OF STATE

DSCB:15-413 - 2

5. Check, and if appropriate complete, one of the following:

The association desires that its registration be amended to change or correct the following information:

The name of the association has been amended to: XPO Logistics Truckload, Inc.

The amendment adopted by the association is set forth in full in Exhibit A attached hereto and made a part hereof.

If the amendment reflects a change in name for the association which does not comply with 15 Pa.C.S. § 414 and §§ 201-209, the foreign association must adopt an alternate name that complies with 15 Pa.C.S. §§ 201-209 for use in Pennsylvania and a resolution from the association's governors adopting the name must be attached.

IN TESTIMONY WHEREOF, the undersigned association has caused this Amendment of Foreign Registration Statement to be signed by a duly authorized representative thereof this 2nd day of March 20 16.

XPO Logistics Truckload, Inc.

Name of Association



Signature

Assistant Secretary

Title



U.S. Department of Transportation
Federal Motor Carrier Safety Administration

1200 New Jersey Ave., S.E.
Washington, DC 20590

SERVICE DATE

March 29, 2016

DECISION

MC-119399

CON-WAY TRUCKLOAD, INC.
D/B/A CON-WAY TRUCKLOAD
JOPLIN, MO

REENTITLED

XPO LOGISTICS TRUCKLOAD, INC.

On March 23, 2016, applicant filed a request to have the Federal Motor Carrier Safety Administration's records changed to reflect a name change.

It is ordered:

The Federal Motor Carrier Safety Administration's records are amended to reflect the carrier's name as XPO LOGISTICS TRUCKLOAD, INC.

Within 30 days after this decision is served, the applicant must establish that it is in full compliance with the statute and the insurance regulations by having amended filings on prescribed FMCSA forms (BMC91 or 91X or 82 for bodily injury and property damage liability, BMC 34 or 83 for cargo liability, or a BMC 84 or 85 for broker security and BOC-3 for designation of agents upon whom process may be served) submitted on its behalf. Copies of Form MCS-90 or other "certificates of insurance" are not acceptable evidence of insurance compliance. Insurance and BOC-3 filings should be sent to Federal Motor Carrier Safety Administration, 1200 New Jersey Ave., S.E., Washington, DC 20590.

The applicant is notified that failure to comply with the terms of this decision shall result in revocation of its operating rights registration, effective 30 days from the service date of this decision.

To verify that the applicant is in full compliance, call (202)358-7000 or visit our web site at: <http://li-public.fmcsa.dot.gov>. Any other questions regarding the action taken should be directed to (202)366-9805.

Decided: March 24, 2016

By the Federal Motor Carrier Safety Administration

Jeffrey L. Secrist, Chief
Information Technology Operations Division
NCA

VERIFICATION

I, Lanny Gower, hereby state that the facts above set forth are true and correct (or are true and correct to the best of my knowledge, information and belief) and that I expect to be able to prove the same at a hearing held in this matter. I understand that the statements herein are made subject to the penalties of 18 Pa.C.S. §4904 (relating to unsworn falsification to authorities).



Signature

7/20/2016

Date

RECEIVED

JUL 20 2016

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

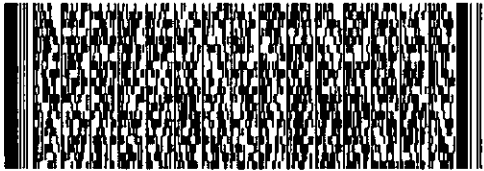
FROM: (503) 450-5504
Vila Jantakun
XPO Logistics
1717 NW 21st Ave
Portland OR 97209
US

SHIP DATE: 20JUL16
ACTWGT: 1.00 LB
CAD: 100292101ANET3790

BILL SENDER

TO SECRETARY
PA PUBLIC UTILITY COMMISSION
400 North Street
Commonwealth Keystone Bldg. 2nd Fl
HARRISBURG PA 17120
(717) 772-7777 REF FLP
INV DEPT
PO

(US) 544J15CDD14EB



FedEx
Ground

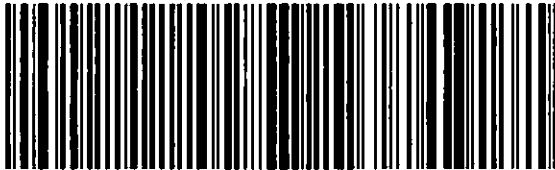


J16201037050100

TRK# 7768 0492 6017

17120

9622 0019 0 (000 000 0000) 0 00 7768 0492 6017



After printing this label:

1. Use the 'Print' button on this page to print your label to your laser or inkjet printer.
2. Fold the printed page along the horizontal line.
3. Place label in shipping pouch and affix it to your shipment so that the barcode portion of the label can be read and scanned.

Warning: IMPORTANT: TRANSMIT YOUR SHIPPING DATA AND PRINT A MANIFEST:

At the end of each shipping day, you should perform the FedEx Ground End of Day Close procedure to transmit your shipping data to FedEx. To do so, click on the Ground End of Day Close Button. If required, print the pickup manifest that appears. A printed manifest is required to be tendered along with your packages if they are being picked up by FedEx Ground. If you are dropping your packages off at a FedEx drop off location, the manifest is not required.

Use of this system constitutes your agreement to the service conditions in the current FedEx Service Guide and applicable tariff, available upon request. FedEx will not be responsible for any claim in excess of \$100 per package, whether the result of loss, damage, delay, non-delivery, misdelivery, or misinformation, unless you declare a higher value, pay an additional charge, document your actual loss and file a timely claim. Limitations, including limitations on our liability, can be found in the current FedEx Service Guide and applicable tariff apply. In no event shall FedEx Ground be liable for any special, incidental, or consequential damages, including, without limitation, loss of profit, loss to the intrinsic value of the package, loss of sale, interest income or attorney's fees. Recovery cannot exceed actual documented loss. Terms of extraordinary value are subject to separate limitations of liability set forth in the Service Guide and tariff. Written claims must be filed within strict time limits, see current FedEx Service Guide.