

10-06-2000

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record the

To the Honorable Commissioner of .
attached original documents or copy thereof.

1. Name of conveying party:

**Navistar International
Transportation Corp.
455 N. Cityfront Plaza Drive
Chicago, IL 60611-5594** *AUG 28*

Corporation, State of **Delaware**

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):

**International Truck and
Engine Corporation
455 N. Cityfront Plaza Drive
Chicago, IL 60611-5594**

Corporation-State **Delaware**

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from Assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

Assignment Merger

Security Agreement Change of Name

Execution Date: 2/23/2000

4. Application number(s) or registration number(s):

A. Trademark Application No.(s) **75855316**

B. Trademark Registration No.(s):

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

**Dennis K. Sullivan
International Truck and
Engine Corporation
Law Offices - 13
455 N. Cityfront Plaza Drive
Chicago, IL 60611-5594**

6. Total number of applications and registrations involved: **[6]**

7. Total fee (37 CFR 3.41)....**\$165.00**

Enclosed

Authorized to be changed to deposit account

8. Deposit account number:
14-0603

(Attach duplicate copy of this page if paying by deposit account)

10/06/2000 DBYRNE 00000028 140603 75855316

40.00 CH
125.00 CH

9. Statement and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

MONIQUE TK. CHAN *Monique Chan* August 25, 2000
Name of Person Signing Signature Date

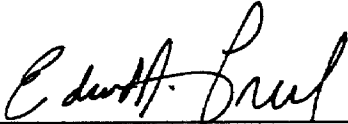
Total number of pages comprising cover sheet **[2]**

Serial Number	Word Mark
75855307	INTERNATIONAL
75830178	GREEN DIESEL TECHNOLOGY
75810339	INTERNATIONAL
75805495	INTERNATIONAL
75805490	INTERNATIONAL

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "NAVISTAR INTERNATIONAL TRANSPORTATION CORP.", CHANGING ITS NAME FROM "NAVISTAR INTERNATIONAL TRANSPORTATION CORP." TO "INTERNATIONAL TRUCK AND ENGINE CORPORATION", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF FEBRUARY, A.D. 2000, AT 10:30 O'CLOCK A.M.





Edward J. Freel, Secretary of State

0634619 8100

AUTHENTICATION: 0324494

001138195

DATE: 03-20-00

TRADEMARK
REEL: 002152 FRAME: 0140

FEB-23-2000 08:57

CT CORPORATION

3127500660 P.02/06

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
NAVISTAR INTERNATIONAL TRANSPORTATION CORP.**

NAVISTAR INTERNATIONAL TRANSPORTATION CORP., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (hereinafter called the "Corporation"), does hereby certify:

FIRST: That the directors of the Corporation, acting by written consent dated effective January 31, 2000, pursuant to Section 141(f) of the General Corporation Law of the State of Delaware, duly adopted a resolution setting forth a proposed amendment to the Certificate of Incorporation of said Corporation, declaring said amendment to be advisable and directing said amendment to be presented to the stockholders of the Corporation for consideration thereby. The resolution setting forth the proposed amendments is as follows:

BE IT RESOLVED, that Article First of the Certificate of Incorporation be amended to read in its entirety as follows:

First: The name of the corporation (hereinafter called the Company) is

International Truck and Engine Corporation

SECOND: That the sole stockholder of said Corporation, acting by written consent dated effective January 31, 2000, pursuant to Section 228(a) of the General Corporation Law of the State of Delaware, has given written consent to said amendment, and said written consent was filed with the minutes of the stockholders of the Corporation.

THIRD: That said amendment was duly adopted in accordance with the applicable provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, NAVISTAR INTERNATIONAL TRANSPORTATION CORP., has caused this certificate to be signed on the date indicated below by John R. Horne, its Chairman, President and Chief Executive Officer.

NAVISTAR INTERNATIONAL TRANSPORTATION CORP.

By: 
John R. Horne

Title: Chairman, President and Chief Executive Officer

Date Signed: 2/10/00

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 10:30 AM 02/23/2000
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