

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM355731

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ENTITY CONVERSION
SEQUENCE:	1

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
ABF Freight System, Inc.		05/30/2014	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	ABF Freight System, Inc.
Street Address:	3801 Old Greenwood Road
City:	Fort Smith
State/Country:	ARKANSAS
Postal Code:	72903
Entity Type:	CORPORATION: ARKANSAS

PROPERTY NUMBERS Total: 30

Property Type	Number	Word Mark
Registration Number:	2338504	ABF INTERNATIONAL SERVICES
Registration Number:	2509038	FREIGHTVALUE
Registration Number:	1209063	ABF
Registration Number:	4282671	ABF
Registration Number:	4275260	ABF
Registration Number:	2287839	ABF
Registration Number:	2717696	ECARRIER
Registration Number:	2304306	ECENTER
Registration Number:	2357659	MYABF
Registration Number:	2864375	ONEVIEW
Registration Number:	2966228	SHIPMENT DIRECTOR
Registration Number:	2736675	SHIPMENT PASSPORT
Registration Number:	2754665	SHIPMENT PLANNER
Registration Number:	2425578	ABF ASSURED SERVICE
Registration Number:	2346590	ABF FREIGHT SYSTEM, INC.
Registration Number:	2425263	CHOOSE YOUR OWN ROAD
Registration Number:	4038527	DUAL-SYSTEM
Registration Number:	3898456	EXPECT MORE

CH \$765.00 2338504

Property Type	Number	Word Mark
Registration Number:	2146369	Q-FAX
Registration Number:	2694394	Q-MANAGER
Registration Number:	1330099	Q-RATE
Registration Number:	2144682	Q-STAT
Registration Number:	3298100	RPM
Registration Number:	3298101	RPM
Registration Number:	4032712	TAKE CONTROL
Registration Number:	3073621	TAKE CONTROL CHOOSE ABF
Registration Number:	2573968	TRUCKPACK
Registration Number:	1971858	TURNKEY
Registration Number:	1878911	TIMEKEEPER
Registration Number:	2302255	TIMEKEEPER AIR

CORRESPONDENCE DATA

Fax Number: 3125778994

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Phone: 312-902-5200

Email: deborah.wing@kattenlaw.com

Correspondent Name: Deborah Wing c/o Katten Muchin Rosenman

Address Line 1: 525 West Monroe Street

Address Line 4: Chicago, ILLINOIS 60661

ATTORNEY DOCKET NUMBER: 212902-29ABF CORP CONVERS

NAME OF SUBMITTER: Deborah A. Wing

SIGNATURE: /DAW/

DATE SIGNED: 09/21/2015

Total Attachments: 7

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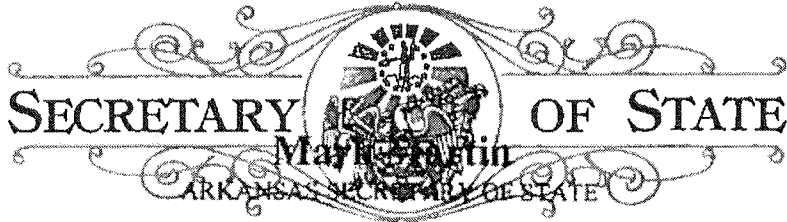
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STATE OF ARKANSAS



To All to Whom These Presents Shall Come, Greetings:

I, Mark Martin, Arkansas Secretary of State of Arkansas, do hereby certify that the following and hereto attached instrument of writing is a true and perfect copy of

Articles of Transfer of Jurisdiction
of

ABF FREIGHT SYSTEM, INC

transferring from

DELAWARE

transferring to

ARKANSAS

filed in this office May 30, 2014 .

In Testimony Whereof, I have hereunto set my hand and affixed my official Seal. Done at my office in the City of Little Rock, this 30th Day of May 2014 .



Mark Martin

Arkansas Secretary of State

TRADEMARK

REEL: 005626 FRAME: 0989



Arkansas Secretary of State

Mark Martin

State Capitol • Little Rock, Arkansas 72201-1094
501-682-3409 • www.sos.arkansas.gov

Business & Commercial Services, 250 Victory Building, 1401 W. Capitol, Little Rock

APPLICATION FOR TRANSFER OF JURISDICTION TO ARKANSAS

(PLEASE TYPE OR PRINT CLEARLY IN INK)

Pursuant to the provisions of the Arkansas Business Corporation Act of 1987 and Act 454 of 2001, the undersigned as the duly authorized and acting president, secretary, treasurer, superintendent or managing agent in the State of Arkansas of the foreign corporation named below (the "corporation") for which this statement is submitted, under oath hereby states:

- 1a. The Name of the corporation is: ABF Freight System, Inc.
- 1b. The fictitious name to be used in this state IF the corporate name is not available for use is: _____

(A copy of the resolution of the board of directors certified by its secretary adopting the use of a fictitious name is required for filing)

- 2. The previous jurisdiction under whose laws the corporation was incorporated is: Delaware 5/21/1982 Perpetual
(State, Territory or Country) (Date incorporated) (Period of Duration)

- 3. The nature of the business of the corporation and the object or purposes proposed to be transacted or promoted by the corporation in Arkansas are as follows:

- (a) The primary purpose of the corporation shall be to engage in the business of carriage by motor vehicle
- (b) To conduct any business enterprise not contrary to law.
- (c) To exercise all of the powers enumerated in Section 4-27-302 of the Arkansas Business Corporation Act of 1987.

- 4. The name and address of the registered agent of this corporation shall be: Corporation Service Company
300 S Spring Street Suite 900 Little Rock AR 72201
(Physical Street Address) (City, State & Zip)

- 5. The number of shares which the corporation has the authority to issue is 1000 shares.
The designation of each class, the number of shares of each class, or a statement that the shares are without par value are as follows:

Number of shares	Class	Series (if any)	Par value per share
1000	Common		\$0.00

- 6. The foreign corporation shall deliver with this application:
 - (a) Certified copy (dated within 60 days) of its original or restated articles and all amendments subsequent to the latest restatement which were filed in the previous jurisdiction.
 - (b) An original certificate of good standing from the original state of jurisdiction not dated more than 30 days prior to the date of filing in this State.
 - (c) A certificate by the Secretary of State or other proper officer of the jurisdiction in which the corporation is incorporated, reciting that the corporation has taken all action required under the laws of the jurisdiction to become a corporation incorporated under the laws of this state.

I understand that knowingly signing a false document with the intent to file with the Arkansas Secretary of State is a Class C misdemeanor and is punishable by a fine up to \$100.00 and /or imprisonment up to 30 days.

Executed this 12th day of May, 2014

[Signature] Authorized Signature President and Chief Executive Officer Title (President or Vice President)

[Signature] Signature Assistant Secretary Title (Secretary or Assistant Secretary)

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"ABF FREIGHT SYSTEM, INC.", AN ARKANSAS CORPORATION,
WITH AND INTO "ABF FREIGHT SYSTEM OF DELAWARE, INC." UNDER
THE NAME OF "ABF FREIGHT SYSTEM, INC.", A CORPORATION ORGANIZED
AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS
RECEIVED AND FILED IN THIS OFFICE THE SECOND DAY OF SEPTEMBER,
A.D. 1982, AT 2 O'CLOCK P.M.



0937905 8100M

140504587

You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1375121

DATE: 05-15-14

TRADEMARK
REEL: 005626 FRAME: 0991

Delaware

PAGE 1

The First State


I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ABF FREIGHT SYSTEM, 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 FIFTEENTH DAY OF MAY, A.D. 2014.



0937905 8300

140504587

You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1375122

DATE: 05-15-14

TRADEMARK
REEL: 005626 FRAME: 0992

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF "ABF FREIGHT SYSTEM, INC.", FILED IN THIS OFFICE ON THE TWENTY-FIRST DAY OF APRIL, A.D. 2014, AT 9:40 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE THIRTIETH DAY OF MAY, A.D. 2014.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.


AND I DO HEREBY FURTHER CERTIFY THAT THE CORPORATION HAS FILED ALL DOCUMENTS AND PAID ALL FEES REQUIRED, AND THEREUPON THE CORPORATION SHALL CEASE TO EXIST AS A CORPORATION OF THE STATE OF DELAWARE.



0937905 0265C

140504566

You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1319649

DATE: 04-25-14

TRADEMARK
REEL: 005626 FRAME: 0993

Delaware

PAGE 1

The First State

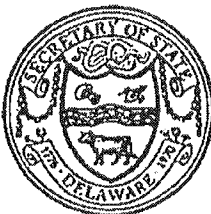
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "ABF FREIGHT SYSTEM, INC." TO A DELAWARE CORPORATION, FILED IN THIS OFFICE ON THE TWENTY-FIRST DAY OF APRIL, A.D. 2014, AT 9:40 O'CLOCK A.M.

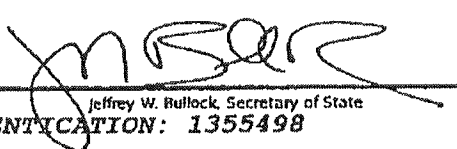
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE THIRTIETH DAY OF MAY, A.D. 2014.

0937905 8100V

140581687

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1355498

DATE: 05-08-14

TRADEMARK
REEL: 005626 FRAME: 0994

State of Delaware
Secretary of State
Division of Corporations
Delivered 09:40 AM 04/21/2014
FILED 09:40 AM 04/21/2014
SRV 140504566 - 0937905 FILE

**STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A DELAWARE CORPORATION
TO A NON-DELAWARE ENTITY
PURSUANT TO SECTION 266 OF THE
GENERAL CORPORATION LAW**

The undersigned Officer hereby states the following in order to convert a Delaware corporation into an Arkansas corporation, pursuant to the Delaware General Corporation Law:

1. The name of the Corporation is ABF Freight System, Inc.

(The name under which its certificate of incorporation was originally filed was ABF Freight System of Delaware, Inc.)

2. The date of filing of its original certificate of incorporation with the Secretary of State is May 21, 1982.
3. The jurisdiction to which the corporation shall convert to is the State of Arkansas and the name under which the entity shall be known as is ABF Freight System, Inc.
4. The conversion has been approved in accordance with this section, and shall be effective as of May 30, 2014.
5. The corporation may be served with process in the State of Delaware in any action, suit or proceeding for enforcement of any obligation of the corporation arising while it was a corporation of the State of Delaware, and that it irrevocably appoints the Secretary of State as its agent to accept service of process in any such action, suit or proceeding.
6. The address to which a copy of the process shall be mailed to by the Secretary of State is:

3801 Old Greenwood Rd (72903)
PO Box 10048
Fort Smith, AR 72917-0048

In Witness Whereof, the undersigned have executed this Certificate of Conversion on this 9th day of April, 2014.

By: 
Michael R. Johns
Secretary