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GARY S. CULLEN
Deputy General Counsel

August 12th, 2002

Jonathan G. Katz
Secretary
Securities and Exchange Commission
450 Fifth Street, NW
Washington, D.C. 20549



RE: CNF Inc. - Statements Under Oath Pursuant to Section 21(a)(1)
of the Securities Exchange Act of 1934

Dear Mr. Katz:

Pursuant to the Commission's Order Requiring the Filing of Sworn Statements Pursuant to Section 21(a)(1) of the Securities Exchange Act of 1934, enclosed are the statements of Gregory L. Quesnel and Chutta Ratnathicam, the principal executive officer and principal financial officer, respectively, of CNF Inc.

Should you have any questions regarding the enclosed statements under oath, please feel free to call the undersigned at (650) 813-5371.

Sincerely,

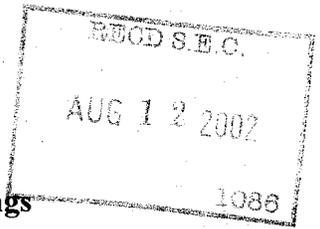
Gary S. Cullen

GSC:cg

Enclosures: As stated above

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**Statement Under Oath of Principal Financial Officer
Regarding Facts and Circumstances Relating to Exchange Act Filings**

I, Chutta Ratnathicam, Senior Vice President and Chief Financial Officer of CNF Inc. ("CNF"), state and attest that:

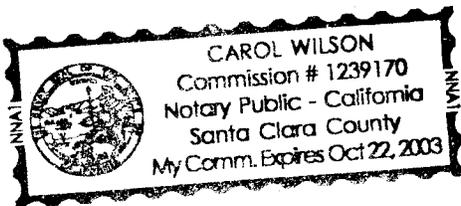
- (1) To the best of my knowledge, based upon a review of the covered reports of CNF, and, except as corrected or supplemented in a subsequent covered report:
 - no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
 - no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
- (2) I have reviewed the contents of this statement with CNF's Audit Committee.
- (3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report".
 - 2001 Annual Report on Form 10-K of CNF filed with the Commission;
 - all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of CNF filed with the Commission subsequent to the filing of the Form 10-K identified above; and
 - any amendments to any of the foregoing.

Chutta Ratnathicam

Chutta Ratnathicam
Senior Vice President & Chief Financial Officer
CNF Inc.
August 9th, 2002

Subscribed and sworn to
before me this 9th day of
August, 2002

/s/ *Carol Wilson*
Notary Public



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