CNF INC Form 8-K October 25, 2004

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

October 25, 2004

Date of Report (Date of earliest event reported)

CNF Inc.

(First name of model trant as appointed in its charter)

(Exact name of registrant as specified in its charter)

Delaware 1-5046 94-1444798 ------ (State or other (Commission (IRS Employer jurisdiction of File Number) Identification incorporation or organization)

3240 Hillview Avenue, Palo Alto, California 94304
----(Address of principal executive offices)
(zip code)

Registrant's telephone number, including area code: (650) 494-2900

(Dames and a fames address if the said airs last second)

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligations of the registrant under any of the following provisions (see General Instruction A.2 below):

- [] Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- [] Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

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- [] Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- [] Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 2.02 RESULTS OF OPERATIONS AND FINANCIAL CONDITION

On October 25, 2004, CNF Inc. issued a press release announcing results of operations for the quarter ended September 30, 2004, which is being furnished to the U.S. Securities and Exchange Commission. A copy of the press release is attached hereto as Exhibit 99 and is incorporated herein by reference.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CNF Inc.
-----(Registrant)

October 25, 2004 /s/Chutta Ratnathicam

Chutta Ratnathicam Chief Financial Officer

EXHIBIT INDEX

Exhibit No. Description

99 Earnings release issued on October 25, 2004.