CNF INC Form 8-K April 21, 2005

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

April 20, 2005

Date of Report (Date of earliest event reported)

CNF Inc.

_____ (Exact name of registrant as specified in its charter)

94-1444798

Number)

1-5046

Delaware _____ (State or other(Commission(IRS Employerjurisdiction ofFile 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

_____ (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 April 20, 2005, CNF Inc. issued a press release announcing results of operations for the quarter ended March 31, 2005, 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. The foregoing description of the press release is qualified in its entirety by reference to such exhibit.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

(c) Exhibits

Exhibit No.	Description						
99	Earnings	release	issued	on	April	20,	2005.

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)

April 20, 2005 /s/Kevin Schick

Kevin Schick Chief Financial Officer