

**UNITED STATES BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA, RIVERSIDE DIVISION**

Voluntary Petition

Name of Debtor (If individual, enter Last, First, Middle): Leland James Service Corporation, a Delaware corporation	Name of Joint Debtor (Spouse) (Last, First, Middle): Not applicable
All Other Names used by the Debtor in the last 6 years (include married, maiden, and trade names):	All Other Names used by the Joint Debtor in the last 6 years (include married, maiden, and trade names):
Soc. Sec./Tax I.D. No. (If more than one, state all): 77-0381974	Soc. Sec./Tax I.D. No. (If more than one, state all):
Street Address of Debtor (No. & Street, City, State, & Zip Code): 16400 SE CF Way Vancouver, Washington 98683	Street Address of Joint Debtor (No. & Street, City, State, & Zip Code):
County of Residence or of the Principal Place of Business: Clark	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address):	Mailing Address of Joint Debtor (if different from Street Address):

Location of Principal Assets of Business Debtor
(if different from street address above):

Information Regarding the Debtor (Check the Applicable Boxes)

Venue (Check any applicable box)
 Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
 There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.
 This petition is being filed by a corporation or partnership under chapter 11, and the Debtor acknowledges that a Venue Disclosure Form is required to be filed by General Order 97-02.

Type of Debtor (Check all boxes that apply) <input type="checkbox"/> Individual(s) <input type="checkbox"/> Railroad <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Stockbroker <input type="checkbox"/> Partnership <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Other _____	Chapter or Section of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 9 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Sec. 304 - Case Ancillary to foreign proceeding
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Nature of Debts (Check one box) <input type="checkbox"/> Consumer/Non-Business <input checked="" type="checkbox"/> Business	Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (Applicable to individuals only) Must attach signed application for the Court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form No. 3
Chapter 11 Small Business (Check all boxes that apply) <input type="checkbox"/> Debtor is a small business as defined in 11 U.S.C. § 101 <input type="checkbox"/> Debtor is and elects to be considered a small business under 11 U.S.C. § 1121(e) (Optional)	

Statistical/Administrative Information (Estimates only)

Debtor estimates that funds will be available for distribution to unsecured creditors.
 Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.

Estimated Number of Creditors reported on a consolidated basis with affiliated debtors:

1-15	16-49	50-99	100-199	200-999	1000-Over
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>

Estimated Assets reported on a consolidated basis with affiliated debtors:

\$0 - 50,000	\$50,001- \$100,000	\$100,001- \$500,000	\$500,001- \$1 million	\$1,000,001- \$10 million	\$10,000,001- \$50 million	\$50,000,001- \$100 million	More than \$100 million
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>

Estimated Debts reported on a consolidated basis with affiliated debtors:

\$0- 50,000	\$50,001- \$100,000	\$100,001- \$500,000	\$500,001- \$1 million	\$1,000,001- \$10 million	\$10,000,001- \$50 million	\$50,000,001- \$100 million	More than \$100 million
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>

Case no.
02-24294-mg

**THIS SPACE FOR
COURT USE ONLY**

Voluntary Petition <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s): LD JAMES SERVICE CORPORATION, a Delaware corporation	
Prior Bankruptcy Case Filed Within Last 6 Years (If more than one, attach additional sheet)			
Location Where Filed: None	Case Number:	Date Filed:	
Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor (if more than one, attach additional sheet)			
Name of Debtor: See Statement of Related Cases filed concurrently herewith.	Case Number:	Date Filed:	
District: U.S. Bankruptcy Court, Central District of California, Riverside Division	Relationship: Affiliate	Judge:	

Signatures

<p>Signature(s) of Debtor(s) (Individual/Joint)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct. [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>_____ Signature of Debtor</p> <p>_____ Signature of Joint Debtor</p> <p>_____ Telephone and Fax Number (if not represented by attorney)</p> <p>_____ Date</p>	<p>Signature of Debtor (Corporation/Partnership)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.</p> <p>The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____ Signature of Authorized Individual</p> <p>_____ John P. Brincko Printed Name of Authorized Individual</p> <p>_____ Chairman of the Board and President Title of Authorized Individual</p> <p>_____ 09/10/02 Date</p>
<p style="text-align: center;">Signature of Attorney</p> <p>X _____ Signature of Attorney for Debtor(s)</p> <p style="text-align: center;">Michael S. Lurey LATHAM & WATKINS 633 West Fifth Street, Suite 4000 Los Angeles, California 90071-2007 Telephone: (213) 485-1234 Facsimile No.: (213) 891-8763</p> <p>_____ 09/10/02 Date</p> <p>_____ 048235 Bar Number</p>	<p style="text-align: center;">Signature of Non-Attorney Petition Preparer</p> <p>I certify that I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; that I prepared this document for compensation, and that I have provided the debtor with a copy of this document.</p> <p>_____ Printed or Typed Name of Bankruptcy Petition Preparer</p> <p>_____ Social Security Number</p> <p>_____ Address</p> <p>Names and Social Security Numbers of all other individuals who prepared or assisted in preparing this document:</p> <p>If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p>_____ Signature of Bankruptcy Petition Preparer</p> <p>_____ Date</p> <p>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.</p>
<p style="text-align: center;">Exhibit "A"</p> <p>(To be completed if debtor is required to file periodic reports (e.g. forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11)</p> <p>X Exhibit "A" is attached and made a part of this petition.</p>	
<p style="text-align: center;">Exhibit "B"</p> <p>To be completed if debtor is an individual whose debts are primarily consumer debts) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, and have explained the relief available under each such chapter.</p> <p>_____ Signature of Attorney for Debtor(s)</p> <p>_____ Date</p>	

**UNITED STATES BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA
RIVERSIDE DIVISION**

In re LELAND JAMES SERVICE CORPORATION, a Delaware corporation, <p style="text-align:right">Debtor.</p> Fed Tax I.D. No. 77-0381974	Chapter 11 Case No. _____
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EXHIBIT "A" TO VOLUNTARY PETITION

1. The securities for Consolidated Freightways Corporation, a Delaware corporation, the Debtor's affiliate, are registered under Section 12 of the Securities Exchange Act of 1934, and the SEC file number is 000-23739.

2. The following unaudited financial data is the latest available information and refers to the Debtor's consolidated condition on June 30, 2002.

a.	Total assets:	\$852,337,000
b.	Total debts, including debts listed in 2c below:	\$784,423,000
c.	Debt securities held by more than 500 holders:	Not applicable
d.	Number of shares of preferred stock:	None
e.	Number of shares of common stock:	100,000

3. Brief description of the Debtor's business: The Debtor, through its direct and indirect subsidiaries, provides freight delivery and related services throughout the United States, Canada, Mexico and internationally to more than 80 countries.

4. List the names of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of the Debtor:

Consolidated Freightways Corporation
16400 SE CF Way
Vancouver, WA 98683

LA\933992.11

EXHIBIT "A" TO THE VOLUNTARY PETITION

**STATEMENT OF RELATED CASES
 INFORMATION REQUIRED BY LOCAL RULE 1015-2
 UNITED STATES BANKRUPTCY COURT, CENTRAL DISTRICT OF CALIFORNIA**

1. A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor, his/her spouse, an affiliate of the debtor, any copartnership or joint venture of which debtor is or formerly was a general or limited partner, or member, or any corporation of which the debtor is a director, officer, or person in control, as follows: (Set forth the complete number and title of such of prior proceeding, date filed, nature thereof, the Bankruptcy Judge and court to whom assigned, whether still pending and, if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)

The following affiliated entities filed voluntary petitions contemporaneously herewith:

Consolidated Freightways Corporation, a Delaware corporation	Fed. Tax I.D. No. 77-0425334
Consolidated Freightways Corporation of Delaware, a Delaware corporation	Fed. Tax I.D. No. 94-1444797
CF AirFreight Corporation, a Delaware corporation	Fed. Tax I.D. No. 93-1294381
Redwood Systems, Inc., a Delaware corporation	Fed. Tax I.D. No. 94-3262817
Leland James Service Corporation, a Delaware corporation	Fed. Tax I.D. No. 77-0381974
CF MovesU.Com Incorporated, a Delaware corporation	Fed. Tax I.D. No. 91-2173020

2. (If petitioner is a partnership or joint venture) A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor or an affiliate of the debtor, or a general partner in the debtor, a relative of the general partner, general partner of, or person in control of the debtor, partnership in which the debtor is a general partner, general partner of the debtor, or person in control of the debtor as follows: (Set forth the complete number and title of such prior proceeding, date filed, nature of the proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending and, if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)

Not Applicable

3. (If petitioner is a corporation) A petition under the Bankruptcy Act of 1898 or the Bankruptcy Act of 1978 has previously been filed by or against the debtor, or any of its affiliates or subsidiaries, a director of the debtor, an officer of the debtor, a person in control of the debtor, a partnership in which the debtor is general partner, a general partner of the debtor, a relative of the general partner, director, officer, or person in control of the debtor, or any persons, firms or corporations owning 20% or more of its voting stock as follows: (Set forth the complete number and title of such prior

proceeding, date filed, nature of proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending, and if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s.)

None

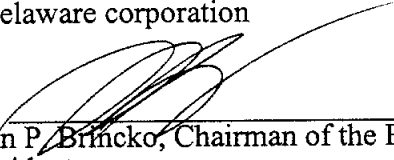
4. (If petitioner is an individual) A petition under the Bankruptcy Reform Act, including amendments thereof, has been filed by or against the debtor within the last 180 days: (Set forth the complete number and title of such prior proceeding, date filed, nature of proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending, and if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)

Not Applicable


I declare, under penalty of perjury, that the foregoing is true and correct.

Executed this 1 day of September 2002 at Los Angeles, California.

LELAND JAMES SERVICE
CORPORATION,
a Delaware corporation

By: 
John P. Brincko, Chairman of the Board and
President

Submitted by:


MICHAEL S. LUREY
LATHAM & WATKINS

UNITED STATES BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA
RIVERSIDE DIVISION

In re LELAND JAMES SERVICE CORPORATION, a Delaware corporation, Debtor. Fed. Tax I.D. No. 77-0381974	Chapter 11 Case No. _____
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**LIST OF CREDITORS HOLDING
20 LARGEST UNSECURED CLAIMS**

The following is a list of the debtor's creditors holding the 20 largest unsecured claims prepared on a consolidated basis. This list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 case. The list does not include (1) those persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims.

LEGEND:

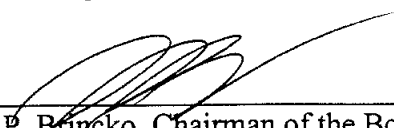
- (1) Name of Creditor and complete mailing address including zip code.
- (2) Name, telephone number, facsimile number, and complete mailing address, including zip code, of employee, agent or department of Creditor familiar with claim who may be contacted.
- (3) Nature of claim (trade debt, bank loan, government contract, etc.)
- (4) Indicate if claim is contingent, unliquidated, disputed, or subject to setoff.
- (5) Amount of claim (if secured, also state value of security).

The following information is based upon a review of the Debtor's books and records. However, no comprehensive legal and/or factual investigations with regard to possible defenses or counterclaims to the below-listed claims have been completed. Therefore, this listing does not and should not be deemed to constitute: (1) a waiver of any defense, counterclaim or offset to the below-listed claims; (2) an acknowledgment of the allowability of any of the below listed claims; and/or (3) a waiver of any other right or legal position of the Debtor.

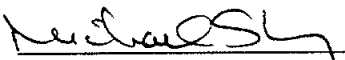
I, John P. Brincko, Chairman of the Board and President of Leland James Service Corporation, a Delaware corporation, declare under penalty of perjury that I have read the attached List of Creditors Holding 20 Largest Unsecured Claims, and that it is true and correct to the best of my information and belief.

Executed this 1 day of September at Los Angeles, California.

LELAND JAMES SERVICE CORPORATION,
a Delaware corporation

By: 
John P. Brincko, Chairman of the Board and President

Submitted by:


MICHAEL S. LUREY
LATHAM & WATKINS

LELAND JAMES SERVICE CORPORATION

	Creditor	Contact	Nature of Claim	Contingent, Unliquidated, Disputed, or Subject to Setoff	Amount
1.	Cyrk Inc.	P.O. Box 845844 Boston, MA 02284-5844	Vendor		\$645.59
2.	Staples Inc.	Dept HNJ P.O. Box A3689 Chicago, IL 60690	Vendor		\$56.54
3.	Corporate Graphics International	P.O. Box 8464 Mankato, MN 56002	Vendor		\$15.06
4.	Aetna U.S. Health Care	National Accts. Walnut Greek P.O. Box 100616 Pasadena, CA 91189- 0616	Vendor		\$94.78