



P.O. Box 45308 • Omaha, NE 68145-0308  
(402) 895-6640

August 5, 2002

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

RECEIVED  
OFFICE OF THE SECRETARY  
AUG 6 2002

VIA: Fed Ex #827713343796

Re: Statement under Oath relating to Exchange Act filings  
Werner Enterprises, Inc.

Dear Mr. Katz:

Enclosed you will find an original of the Statement under Oath relating to Exchange Act filings signed by Clarence L. Werner and John J. Steele, the principal executive officer and principal financial officer, respectively, at Werner Enterprises, Inc.

Should you have any questions, my telephone number is 402-894-3036.

Very truly yours,

John J. Steele  
Vice President, Treasurer and  
Chief Financial Officer

Enclosures

cc: Mr. Clarence L. Werner, Werner Enterprises

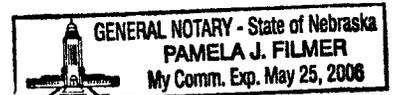
Statement Under Oath Of Principal Executive Officer  
Regarding Facts And Circumstances Relating To Exchange Act Filings

0153

OMB Number: 3235-0569

I, Clarence L. Werner, Chairman and Chief Executive Officer, state and attest that:

- (1) To the best of my knowledge, based upon a review of the covered reports of Werner Enterprises, Inc., 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 the Company's audit committee of the Board of Directors.
- (3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
  - Werner Enterprises, Inc. Annual Report on Form 10-K for the year ended December 31, 2001 filed on March 22, 2002 with the Commission;
  - all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Werner Enterprises, Inc. filed with the Commission subsequent to the filing of the Form 10-K identified above; and
  - any amendments to any of the foregoing.

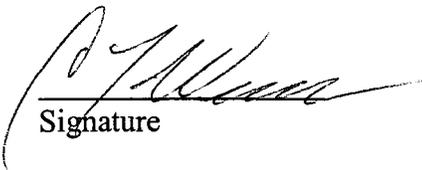


Subscribed and sworn to  
before me this 23<sup>rd</sup> day of  
July 2002.

/s/ Pamela J. Filmer  
Notary Public

My Commission Expires:

5/25/06

  
Signature

Clarence L. Werner  
Chairman and Chief Executive Officer  
Werner Enterprises, Inc.

7/23/02  
Date

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