

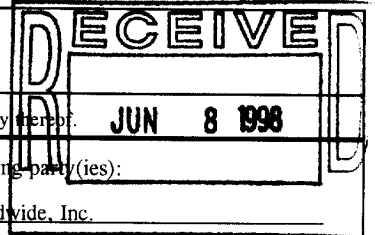
06-23-1998



100744788

COVER SHEET  
ONLY

Additional documents or copy required:



ME06-8-98

To the Honorable Commissioner of Patents and Trademarks

1. Name of conveying party(ies):

The Registry, Inc.

- Individual                       Association
- General Partnership       Limited Partnership

Corporation - State: Massachusetts

Other: \_\_\_\_\_

Additional name(s) of conveying party(ies) attached?  Yes  No

3. Nature of conveyance:

- Assignment                                       Merger
- Security Agreement                       Change of Name
- Other \_\_\_\_\_

Execution Date: January 5, 1998

2. Name and address of receiving party(ies):

Name: Renaissance Worldwide, Inc.

Internal Address: Christopher Guiffre

Street Address: 189 Wells Avenue

City: Newton State: MA Zip: 02159

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership

Corporation - State: Massachusetts

Other: \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached  Yes  No

4. Application number(s) or registration number(s)

A. Trademark Application No.(s)

75/414,445

75/414,444

B. Trademark Registration No.(s)

Additional numbers attached?  yes  no

ASSIGNMENT  
90 JUN 15 1998  
RECEIVED

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Catherine R. Howell, Paralegal

Internal Address: Ropes & Gray

Street Address: 1301 K St., N. W. Suite 800 East

City: Washington, D.C. State:     Zip: 20005

6. Total number of applications and registration involved:

..... [ 2 ]

7. Total Fee (37 CFR 3.41) ..... \$ 65

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

#18-1945

DO NOT USE THIS SPACE

9. Statement and signature.

*To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.*

Catherine R. Howell  
Name of Person Signing

*Catherine R. Howell*  
Signature

6/15/98  
Date

Total number of pages including cover sheet, attachments and document: [ 5 ]

7058126.01  
06/22/1998 SSNITH 00000108 181945 75414445

01 FC:10.  
02 FC:462

TRADEMARK  
REEL: 1743 FRAME: 0550

# The Commonwealth of Massachusetts

William Francis Galvin

Secretary of the Commonwealth

One Ashburton Place, Boston, Massachusetts 02108-1512

## ARTICLES OF AMENDMENT (General Laws, Chapter 156B, Section 72)

*WFG*  
Name  
Approved

*WFG*  
Name  
Approved

We, G. Drew Conway, \*President / ~~\*Vice President~~

and Richard L. Bagley, \*Clerk / ~~\*Assistant Clerk~~,

of The Registry, Inc.  
(Exact name of corporation)

located at 90 Wells Avenue, Newton, Massachusetts 02459  
(Street address of corporation in Massachusetts)

certify that these Articles of Amendment affecting articles numbered

Article 1  
(Number those articles 1, 2, 3, 4, 5 and/or 6 being amended)

of the Articles of Organization were duly adopted at a meeting held on December 30, 1997, by vote of:

22,142 shares of Common Stock of 25,037,962 shares outstanding,  
(type, class & series, if any)

         shares of          of          shares outstanding, and  
(type, class & series, if any)

         shares of          of          shares outstanding,  
(type, class & series, if any)

C  
P  
M  
R A

~~being at least a majority of each type, class or series outstanding and entitled to vote thereon; or, if not being at least a majority of each type, class or series outstanding and entitled to vote thereon, the number of each type, class or series of shares owned by each shareholder as of the date of the meeting and the number of shares owned by each shareholder as of the date of the meeting.~~

*Delete the inapplicable words. \*Delete the inapplicable clause.*

*For amendments adopted pursuant to Chapter 156B, Section 70.*

*For amendments adopted pursuant to Chapter 156C, Section 71.*

*Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on one side only of separate 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch. Additions to more than one article may be made on a single sheet so long as each article requiring each addition is clearly indicated.*

4  
P C

To change the number of shares and the par value of any of any type, class or series of stock which the corporation is authorized to issue, fill in the following:

The total *presently* authorized is:

WITHOUT PAR VALUE STOCKS		WITH PAR VALUE STOCKS		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common		Common		
Preferred:		Preferred:		

Change the total authorized to:

WITHOUT PAR VALUE STOCKS		WITH PAR VALUE STOCKS		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common		Common		
Preferred:		Preferred:		

That, in connection with the change of the Corporation's name from The Registry, Inc. to Renaissance Worldwide, Inc., the Corporation's Restated Articles of Organization, as amended, be further amended by striking out Article I in its entirety and inserting in lieu thereof the following:

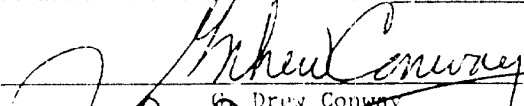
1. The name by which the corporation shall be known is:

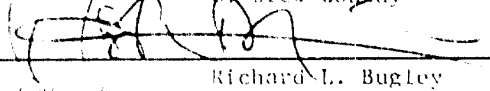
Renaissance Worldwide, Inc.

The foregoing amendment(s) will become effective when these Articles of Amendment are filed in accordance with General Laws, Chapter 156B, Section 6 unless these articles specify, in accordance with the vote adopting the amendment, a later effective date not more than thirty days after such filing, in which event the amendment will become effective on such later date.

Later effective date: \_\_\_\_\_

SIGNED UNDER THE PENALTIES OF PERJURY, this 5<sup>th</sup> day of January, 19 99

  
\_\_\_\_\_  
Drew Conway, \*President & ~~Vice President~~

  
\_\_\_\_\_  
Richard L. Bugley, \*Clerk & ~~Assistant Clerk~~

THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF AMENDMENT  
(General Laws, Chapter 156B, Section 72)

RECORDED  
90 JAN -7 PM 1:16  
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I hereby approve the within Articles of Amendment and, the filing fee in  
the amount of \$ 2.00 having been paid, said articles are deemed  
to have been filed with me this 17<sup>th</sup> day of January  
in 98

Effective date: \_\_\_\_\_



WILLIAM FRANCIS GALVIN  
*Secretary of the Commonwealth*

TO BE FILLED IN BY CORPORATION  
Photocopy of document to be sent to:

Cynthia A. Bacon, Senior Paralegal  
Popes & Gray, One International Pl.  
Boston, MA 02110-2624