

09-17-1998



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Attorney Docket No.: 3006-G

To the Honorable Commissioner of Patent and Trademark

100831477

documents or copy thereof.

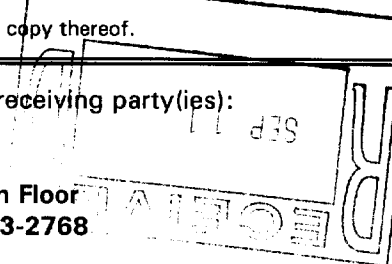
MED 9-11-98

1. Name of conveying party(ies):

CDI Computer Services, Inc.

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

CDI Corporation
1717 Arch Street, 35th Floor
Philadelphia, PA 19103-2768



3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other:

Execution Date: September 2, 1998

- Individual(s) citizenship:
- Association:
- General Partnership:
- Limited Partnership:
- Corporation-State: Pennsylvania
- Other:

If assignee is not domiciled in the U.S.A., a domestic representative designation is attached: Yes; No

(Designations must be a separate document from Assignment)

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

A. Trademark Application No.(s):

B. Trademark Registration No.(s):
2,148,088

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

Roberta Jacobs-Meadway, Esq.
PANITCH SCHWARZE JACOBS & NADEL, P.C.
One Commerce Square
2005 Market Street, 22nd Floor
Philadelphia, PA 19103-7086
Telephone: 215-567-2020
Facsimile: 215-567-2991
E-Mail: psjn@psjn.com

6. Total number of applications and registrations involved: [1]

7. Total fee (37 CFR 3.41) Cal. 1 x \$40.00 = \$ 40.00
_____ x \$25.00 = \$ _____
 Authorized to be charged to deposit account

8. Deposit account number: 16-0235

9/16/1998 JSH/BAZZ 00000139 160235 2148088
1 FC:481 40.00 CH

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.

Roberta Jacobs-Meadway

Name of Person Signing

Signature

September 8, 1998

Date

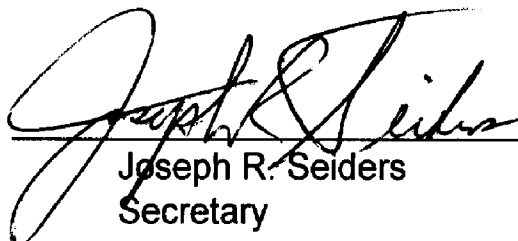
Total number of pages including cover sheet, attachments and document: [5]

CDI CORPORATION

CERTIFICATE OF SECRETARY

I certify that:

1. I am the duly qualified and acting Secretary of CDI Corporation (the "Company"), a duly organized and existing Pennsylvania corporation.
2. Attached as "Exhibit A" is a true copy of the Articles of Merger pursuant to which CDI Computer Services, Inc. was merged into CDI Corporation, effective December 31, 1996.



Joseph R. Seiders
Secretary

DATED: September 2, 1998

[Corporate
Seal]

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TRADEMARK
REEL: 1788 FRAME: 0875

"Exhibit A"

DEC 23 1996

Microfilm Number _____

Filed with the Department of State on _____

Entity Number _____

Joette Kusala
Secretary of the Commonwealth

**ARTICLES OF MERGER-DOMESTIC BUSINESS CORPORATION
DSCB:15-1926 (Rev 90)**

In compliance with the requirements of 15 Pa.C.S. § 1926 (relating to articles of merger or consolidation), the undersigned business corporations, desiring to effect a merger, hereby state that:

1. The name of the corporation surviving the merger is: CDI Corporation

2. (Check and complete one of the following):

The surviving corporation is a domestic business corporation and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) 1717 Arch St., 35th Floor Philadelphia PA 19103-2768 Philadelphia
Number and Street City State Zip County

(b) c/o: _____
Name of Commercial Registered Office Provider County

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.

____ The surviving corporation is a qualified foreign business corporation incorporated under the laws of _____ and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) _____
Number and Street City State Zip County

(b) c/o: _____
Name of Commercial Registered Office Provider County

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.

____ The surviving corporation is a nonqualified foreign business corporation incorporated under the laws of _____

Number and Street City State Zip County

3. The name and the address of the registered office in this Commonwealth or name of its commercial registered office provider and the county of venue of each other domestic business corporation and qualified foreign business corporation which is a party to the plan of merger are as follows:

Name of Corporation	Address of Registered Office or Name of Commercial Registered Office Provider	County
CDI Computer Services, Inc.	Attn: Craig Lewis 1717 Arch St., 35th Fl. Philadelphia, PA 19103	Philadelphia

4. (Check, and if appropriate complete, one of the following):

The plan of merger shall be effective upon filing these Articles of Merger in the Department of State.

The plan of merger shall be effective on December 31, 1996 at 11:00 P.M.

Date Hour

5. The manner in which the plan of merger was adopted by each domestic corporation is as follows:

Name of corporation	Manner of adoption
CDI Corporation	Adopted by action of the board of directors of the parent corporation pursuant to 15 Pa.C.S. Section 1924(b)(3)

6. (Strike out this paragraph if no foreign corporation is a party to the merger). The plan was authorized, adopted or approved, as the case may be, by the foreign business corporation (or each of the foreign corporations) party to the plan in accordance with the laws of the jurisdiction in which it is incorporated.

7. (Check, and if appropriate complete, one of the following):

The plan of merger is set forth in full in Exhibit A attached hereto and made a part hereof.

Pursuant to 15 Pa.C.S. § 1901 (relating to omission of certain provisions from filed plans) the provisions, if any, of the plan of merger that amend or constitute the operative Articles of Incorporation of the surviving corporation as in effect subsequent to the effective date of the plan are set forth in full in Exhibit A attached hereto and made a part hereof. The full text of the plan of merger is on file at the principal place of business of the surviving corporation, the address of which is:

1717 Arch St., 35th Fl.	Philadelphia	PA	19103-2768
Number and Street	City	State	Zip

IN TESTIMONY WHEREOF, the undersigned corporation or each undersigned corporation has caused these Articles of Merger to be signed by a duly authorized officer thereof this 19th day of December, 1996.

CDI Corporation

(Name of Corporation)

BY: Joseph R. Seiders
(Signature) Joseph R. Seiders

TITLE: Senior Vice President

CDI Computer Services, Inc.

(Name of Corporation)

BY: Mark R. Garrison
(Signature) Mark R. Garrison

TITLE: President