



100924978

To the Honorable Commissioner of Patents and Trademarks or copy thereof.

1. Name of conveying party(ies):

Handex Environmental Recovery, Inc.

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation
- Other _____

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

Name: **Handex Corporation**
 Internal Address:
 Street Address: **500 Campus Drive**
 City: **Morganville** State: **NJ** Zip: **07751**

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation - Delaware
- Other _____

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Merger
- Change of Name

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

Execution Date: May 9, 1995

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

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

A. Trademark Application No.(s) B. Trademark Registration No.(s) **1,303,246 and 1,304,272**

Additional numbers attached? Yes No

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

Robert L. Wolter, Esq.
Holland & Knight LLP
 Internal Address:
P.O. Box 633
Orlando, FL 32802-0633
 Street Address: **2 South Orange Avenue**

6. Total number of applications and registrations involved: **(2)**

7. Total fee (37 CFR 3.41)....**\$65.00**

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: _____

(Attach duplicate copy of this page if paying by deposit account)

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.

Robert L. Wolter
 Name of Person Signing

Signature

Nov. 30, 1998
 Date

Total number of pages including cover sheet, attachments, and document: 4

Mail documents to be recorded with required cover sheet information to:
 Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

12/17/1998 J.WATKINS 100000020 1003246
 40.00 DP
 25.00 DP
 01 FC:481
 02 FC:482

MRO 12-14-98

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "HANDEX ENVIRONMENTAL RECOVERY, INC.", CHANGING ITS NAME FROM "HANDEX ENVIRONMENTAL RECOVERY, INC." TO "HANDEX CORPORATION", FILED IN THIS OFFICE ON THE NINTH DAY OF MAY, A.D. 1995, AT 1 O'CLOCK P.M.



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A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION: 9233128

DATE: 08-04-98

TRADEMARK
REEL: 1827 FRAME: 0703

CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF INCORPORATION
OF
HANDEX ENVIRONMENTAL RECOVERY, INC.

Pursuant to Section 242 of the
Delaware General Corporation Law

The undersigned, Curtis Lee Smith, Jr., being the Chairman of the Board of Directors, and Gary T. Gann, being the Assistant Secretary of Handex Environmental Recovery, Inc., a Delaware corporation (the "Corporation"), hereby certify as follows:

1. The name of the Corporation is Handex Environmental Recovery, Inc.

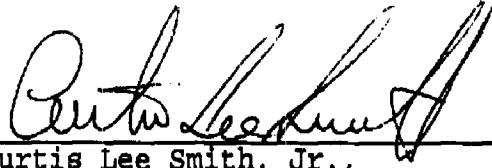
2. The amendment of the Certificate of Incorporation as hereinafter set forth has been duly adopted in accordance with Section 242 of the Delaware General Corporation Law.

3. The Certificate of Incorporation of the Corporation is hereby amended by deleting in its entirety the current Article I and replacing it with the following:

"The name of the Corporation is Handex Corporation."

IN WITNESS WHEREOF, the undersigned, being the duly elected and acting Chairman of the Board of Directors and Assistant Secretary, respectively, have hereunto subscribed their names to

this Certificate of Amendment and affirm that the facts stated herein are true under penalties of perjury, this 9th day of May, 1995.



Curtis Lee Smith, Jr.,
Chairman



Gary T. Gann
Assistant Secretary

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