

04-22-1999

TRADEMARKS ONLY



Patents and Trademarks: Please record the attached original documents or copy thereof.

101017593

CHI Temporary Services, Inc.

- Individual(s)
- General Partnership
- Corporation-State Delaware
- Other _____

- Association
- Limited Partnership

Additional names(s) of conveying party(ies) Yes No

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

Name: Randstad US, L.P.

Internal Address: _____

Street Address: 2015 South Park Place

City: Atlanta State: GA ZIP: 30339

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

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from Additional name(s) & address(es) Yes N

3. Nature of conveyance:

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

Execution Date: November 1998

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,768,853

Additional numbers Yes No

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

Name: Brian D. Flagler, Esq./ Troutman Sanders LLP

Internal Address: Suite 5200

Street Address: 600 Peachtree Street

City: Atlanta State: Ga ZIP: 30308

6. Total number of applications and registrations involved:.....

1

7. Total fee (37 CFR 3.41):.....\$ \$40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

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01 FC:481

40.00

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.

Brian D. Flagler

Name of Person Signing

Brian D. Flagler

Signature

4/13/99

Date

Total number of pages including cover sheet, attachments, and

4

TRADEMARK

4-13-99

Office of the Secretary of State

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 MERGER, WHICH MERGES:

"CHI TEMPORARY SERVICES, INC.", A DELAWARE CORPORATION, WITH AND INTO "RANDSTAD US, L.P." UNDER THE NAME OF "RANDSTAD US, L.P.", A LIMITED PARTNERSHIP ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTIETH DAY OF NOVEMBER, A.D. 1998, AT 10:01 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTIETH DAY OF NOVEMBER, A.D. 1998.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



A handwritten signature in cursive script, appearing to read "Edward J. Freel".

Edward J. Freel, Secretary of State

2968643 8100M

AUTHENTICATION: 9417734

981447652

DATE: 11-20-98

**CERTIFICATE OF MERGER OF
CHI TEMPORARY SERVICES, INC.**

**WITH AND INTO
RANDSTAD US, L.P.**

The undersigned DO HEREBY CERTIFY:

FIRST: That the name and jurisdiction of formation or organization of each of the constituent entities which is to merge are as follows:

<u>NAME</u>	<u>STATE OF DOMICILE AND JURISDICTION OF FORMATION OR ORGNIZATION</u>
CHI TEMPORARY SERVICES, INC.	Delaware
RANDSTAD US, L.P.	Delaware

SECOND: That an Agreement of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent entities in accordance with the requirements of subsection (c) of Section 263 of the General Corporation Law of Delaware and Section 17-211 of the Delaware Revised Uniform Limited Partnership Act.

THIRD: That the name of the surviving Delaware limited partnership is Randstad US, L.P.

FOURTH: That the Limited Partnership Agreement of Randstad US, L.P., a Delaware limited partnership, which is surviving the merger, shall be the Limited Partnership Agreement of the surviving Delaware limited partnership.

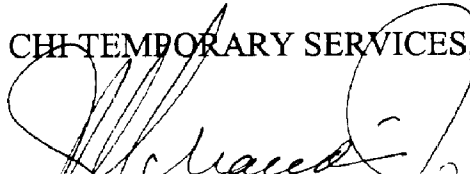
FIFTH: That the executed Agreement of Merger is on file at the principal place of business of the surviving Delaware limited partnership, the address of which is 2015 South Park Place, Atlanta, Georgia 30339.

SIXTH: That a copy of the Agreement of Merger will be furnished by the surviving Delaware limited partnership, on request and without cost, to any stockholder of CHI Temporary Services, Inc. or any partner of Randstad US, L.P.

SEVENTH: That the Merger shall become effective as of 5:00 p.m. (Eastern Standard Time) on November 30, 1998.

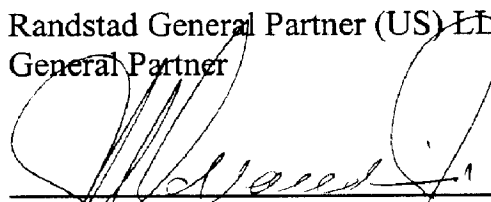
IN WITNESS WHEREOF, the undersigned have executed or caused their duly authorized representative to execute this Certificate of Merger as of the 19th day of November, 1998.

CHI TEMPORARY SERVICES, INC.



By: Jesse P. Schaudies, Jr.
Its: Vice President

RANDSTAD US, L.P.

By: Randstad General Partner (US) LLC
Its: General Partner


By: Jesse P. Schaudies, Jr.
Its: Vice President