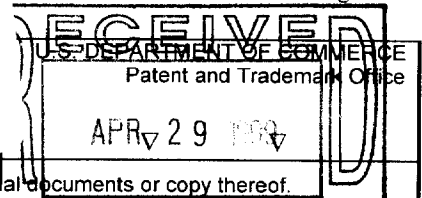


FORM PTO-1594
(Rev. 6-93)
OMB No. 0651-0011 (exp. 4/94)

4-29-99
RECORD
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05-12-1999
101034573



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To the Honorable Commissioner of Patents and

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
MacTemps, Inc.

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

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

2. Name and address of receiving party(ies)

Name: Aquent, Inc.

Internal Address: _____

Street Address: 711 Boylston Street

City: Boston State: Massachusetts
 ZIP: 02116

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: March 22, 1999

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

A. Trademark Application No.(s)
75/227,010
75/336,054

B. Trademark Registration No.(s)
1,508,530
1,980,296

Additional numbers attached? Yes No

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

Name: John L. Welch, Esq.

Internal Address: Lahive & Cockfield, LLP

Street Address: 28 State Street

05/10/1999 DNGUYEN 00000119 1508530

01 FC:481
02 FC:482

City: Boston State: MA ZIP: 02109

40.00 DP
1125.00 DP

6. Total number of applications and registrations involved: **46**

7. Total fee (37 CFR 3.41).....\$ \$1,165.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
12-0080

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.

John L. Welch
Name of Person Signing

John L. Welch
Signature

4/28/99
Date

Total number of pages including cover sheet, attachments, and document: **6**

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

TRADEMARK
REEL: 1889 FRAME: 0220

ADDITIONAL APPLICATION NUMBERS

75/361,362	75/363,000	75/435,514	75/637,426	75/637,449
75/361,364	75/363,092	75/435,515	75/637,427	75/661,477
75/362,996	75/363,153	75/435,516	75/637,428	75/661,478
75/362,997	75/363,154	75/435,517	75/637,434	
75/362,998	75/363,155	75/626,089	75/637,435	
75/362,999	75/366,261	75/628,242	75/637,447	
	75/379,451	75/637,425	75/637,448	

ADDITIONAL REGISTRATION NUMBERS

1,981,040	2,177,541
1,984,020	2,210,783
2,017,452	2,210,784
2,017,453	2,233,009
2,023,210	2,240,119
2,033,328	
2,048,025	

The Commonwealth of Massachusetts

William Francis Cahill
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

DAI

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

AP
SPIDES
Name
Approved

We, Steven M. Kapper, ~~President~~ Vice President,

and Thomas L. Barrette, ~~Clerk~~ Assistant Clerk,

of MacTemps, Inc.
(Exact name of corporation)

located at 711 Boylston Street, Boston
(Street address of corporation in Massachusetts)

certify that these Articles of Amendment affecting articles numbered: 1

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

by written consent
of the Articles of Organization were duly adopted ~~at a meeting held on~~ March 22, 19 99, by vote of:

17,837,000 shares of Common Stock of 17,837,000 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)

~~At least two-thirds of each type, class or series of shares outstanding and entitled to vote thereon, or~~ ^{being at}
least two-thirds of each type, class or series outstanding and entitled to vote thereon and of each type, class or
series of stock whose rights are adversely affected thereby:

To change the name of the corporation from MacTemps, Inc. to:

Applia, Inc.

*Delete the inappropriate words. **Delete the inappropriate date.
*The amendments adopted pursuant to Chapter 156B, Section 72.
*The amendments adopted pursuant to Chapter 156B, Section 72.
Copies of the copies provided under the article or items on this form to any person, 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 5/8 inch. Additions in more than one article may be
made on a single sheet so long as the article requiring such addition is clearly indicated.

5/22/99 UC

To change the number of shares and the par value (if 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:		

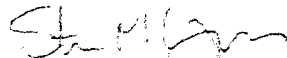
Change the total authorized to:

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

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 22 day of March, 19 99.



Steven M. Koppa, President



Thomas L. Barrette, Assistant Clerk

*Delete the unnecessary word.

152585

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THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF AMENDMENT

(General Laws, Chapter 156B, Section 72)

I hereby approve the within Articles of Amendment and the filing fee in the amount of \$100.00 having been paid, and articles are deemed to have been filed with me this 22nd day of March 1999

Effective Date _____

William Francis Galvin

WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

19 MAR 22 11 41 AM '99

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

_____ *Debra Monroe* _____
_____ *Wise and Dorr LLP* _____
_____ *61 State Street* _____
_____ *Dorchester, MA 01913* _____

A TRUE COPY ATTEST
William Francis Galvin
WILLIAM FRANCIS GALVIN
SECRETARY OF THE COMMONWEALTH
DATE *4/2/99* CLERK *[Signature]*