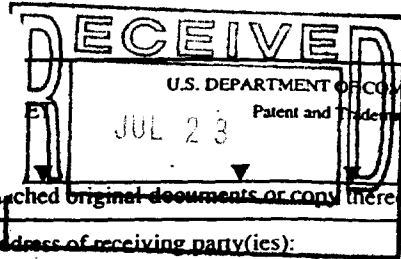


07-27-1999



101133525



To the Honorable Commissioner of Patents and Trademarks. PLEASE RETURN THE ATTACHED ORIGINAL DOCUMENTS OR COPY THEREOF.

1. Name of conveying party(ies):
E-Cruiter Technologies Inc.

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

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

2. Name and address of receiving party(ies):
Name: E-Cruiter.com Inc.
Internal Address: Constitution Square
Street Address: 360 Albert St., Ste 1510
City Ottawa, Ontario State Canada ZIP K1R 7A7

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designation 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: 2/23/99

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

A. Trademark Application No.(s)
75/540, 679
75/491, 214

B. Trademark registration No.(s) 2,154,853
2,173,043

Additional numbers attached? Yes No

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

Name: Jeffrey M Samuels
Internal Address: _____
Street Address: 228 Pine land Dr
City: Copley State: OH ZIP 44321

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41):.....\$ 115.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
(Attach duplicate copy of this page if paying by deposit account)

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.

Jeffrey M. Samuels Jeffrey M. Samuels 7/23/99
Name of Person Signing Signature Date

Total number of pages comprising cover sheet:

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

07/26/1999 DNGUYEN 00000334 2154853
01 FC:481
02 FC:482

40.00 DP
75.00 DP

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project, (0651-0011), Washington, D.C. 20503

CANADA) TO ALL WHOM THOSE PRESENTS
)
PROVINCE OF ONTARIO) MAY COME, BE SEEN OR KNOWN

I, **TREVOR KLOTZ**, a Notary Public, in and for the Province of Ontario, by Royal Authority duly appointed, residing in the City of Ottawa, in the Province of Ontario, Do **Certify and Attest** that the paper-writing hereto annexed is a true copy of the **Certificate and Articles of Amendment dated February 23, 1999 changing the name of E-Cruiter Technologies Inc. to E-Cruiter.com Inc.**, the said copy having been compared by me with the said original document, an act whereof being requested I have granted under my Notarial Form and Seal of Office to serve and avail as occasion shall or may require.

In Testimony Whereof I have hereto subscribed my name and affixed my Notarial Seal of Office at Ottawa, Ontario this 26th day of February, 1999.

n/s



Trevor Klotz

A Notary Public in and for the Province of Ontario.

**Certificate
of Amendment**

**Canada Business
Corporations Act**

**Certificat
de modification**

**Loi canadienne sur
les sociétés par actions**

E-CRUITER.COM INC.

326278-2

Name of corporation-Dénomination de la société

Corporation number-Numéro de la société

I hereby certify that the articles of the above-named corporation were amended

Je certifie que les statuts de la société susmentionnée ont été modifiés :

(a) under section 13 of the *Canada Business Corporations Act* in accordance with the attached notice;

a) en vertu de l'article 13 de la *Loi canadienne sur les sociétés par actions*, conformément à l'avis ci-joint;

(b) under section 27 of the *Canada Business Corporations Act* as set out in the attached articles of amendment designating a series of shares;

b) en vertu de l'article 27 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses modificatrices ci-jointes désignant une série d'actions;

(c) under section 179 of the *Canada Business Corporations Act* as set out in the attached articles of amendment;

c) en vertu de l'article 179 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses modificatrices ci-jointes;

(d) under section 191 of the *Canada Business Corporations Act* as set out in the attached articles of reorganization.

d) en vertu de l'article 191 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses de réorganisation ci-jointes.



Director - Directeur

February 23, 1999/le 23 février 1999

Date of Amendment - Date de modification

**CANADA BUSINESS
CORPORATIONS ACT**


FORM 4

**ARTICLES OF AMENDMENT
(SECTION 27 OR 171)**

1 - Name of corporation	2 - Corporation No.
E-CRUITER TECHNOLOGIES INC.	326278-2

3 - The articles of the above-named corporation are amended as follows:

to change the name of the Corporation to E-CRUITER.COM INC.

Date	Signature	Title
Feb. 22/99		President

Filed

FEB 23 1999