

RECORDATION FORM COVER
TRADEMARKS ONLY

10-25-1999

RCE
Office



101181674

Tab settings 000

To the Honorable Commissioner of Patents and Trademarks: Please record the at

1. Name of conveying party(ies): MAD 10-22-99
Global DirectMail Corp

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

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

3. Nature of conveyance:

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

Execution Date: May 18, 1999

2. Name and address of receiving party(ies)

Name: Systemax Inc.

Internal Address: _____

Street Address: 22 Harbor Park Drive
Port Washington
City: _____ State: NY ZIP: 11050

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

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

A. Trademark Application No.(s)

see schedule attached

B. Trademark Registration No.(s)

see schedule attached

Additional numbers attached? Yes No

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

Name: Laura E. Goldbard, Esq.

Internal Address: _____

6. Total number of applications and registrations involved: 12

7. Total fee (37 CFR 3.41).....\$ 315.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

19-4709

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

10/25/1999 DCDATES 00000021 194709 74335472

01 FC:481 40.00 CH

02 FC:482 275.00 CH

Street Address: Stroock & Stroock & Lavan LLP
180 Maiden Lane
City: New York State: NY ZIP: 10038

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.

Laura E. Goldbard
Name of Person Signing

Laura E. Goldbard
Signature

October 21, 1999
Date

4

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

COUN	TMARK	APPNO	FILE	STATUS	REGNO	REG
US	TIGERDIRECT	74-335,472	11/30/1992	REGISTERED	1,853,349	09/06/1994
US	TIGERDIRECT (Stylized)	74-340,216	12/15/1992	REGISTERED	1,853,350	09/06/1994
US	TIGERSOFTWARE	74-064,676	06/01/1990	REGISTERED	1,641,257	04/16/1991
US	THE PERFECT PC	75/479,078	05/04/1998	PENDING		
US	SOLIS	75/507,136	06/23/1998	PENDING		
US	ARROW STAR	75/490,333	05/22/1998	PENDING		
US	MIDWEST MICRO	75/491,794	05/27/1998	PENDING		
US	NEXELITE	75/490,334	05/22/1998	PENDING		
US	EZBID	75/523,672	07/22/1998	PENDING		
US	ZAC CATALOGS	75/510,567	06/26/1998	PENDING		
US	VV 2000	75/682,697	04/14/1999	PENDING		
US	TIGER	75/575,877	10/23/1998	PENDING		

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 AMENDMENT OF "GLOBAL DIRECTMAIL CORP", CHANGING ITS NAME FROM "GLOBAL DIRECTMAIL CORP" TO "SYSTEMAX INC.", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF MAY, A.D. 1999, AT 9 O'CLOCK A.M.



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

Edward J. Freel, Secretary of State

2494792 8100
991443998

AUTHENTICATION: 0036088
DATE: 10-20-99

10/20/99

13:45

DIV OF CORPS - TECH SUPPORT → CT WILM

NO. 709

006

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 05/18/1999
001196905 - 2494792

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
GLOBAL DIRECTMAIL CORP**

GLOBAL DIRECTMAIL CORP (the "Company"), a corporation organized and existing under and by virtue of the general corporation law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST. That the Board of Directors of the Company, at a meeting duly convened and held, adopted the following resolution:

RESOLVED that the Board of Directors hereby declares it advisable and in the best interest of the Company that Article FIRST of the Certificate of Incorporation be amended to read as follows:

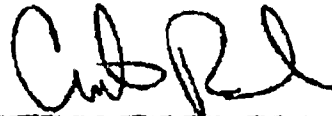
FIRST: The name of the Corporation is:

"SYSTEMAX INC."

SECOND. That the said proposed amendment was authorized by the holders of a majority of the issued and outstanding stock entitled to vote thereon at the annual meeting of stockholders held on May 18, 1999 at the Company's offices, 11 Harbor Park Drive, Port Washington, N.Y.

THIRD. That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the Company has caused this Certificate to be signed by its Secretary this 18th day of May 1999.



Curt Rush, Secretary