FORM PTO-1618A Expires 06/30/99 OMB 0651-0027 12-16-1999



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Correction of PTO Error	Merger Effective Date Month Day Year 12-31-96				
Reel # Frame # Corrective Document	X Change of Name				
Reel # Frame #	Other				
Conveying Party	Mark if additional names of conveying parties attached Execution Date Month Day Year				
Name CUILER-WILLIAMS INCORPORATED	12-19-96				
Formerly					
Individual General Partnership	Limited Partnership X Corporation Association				
Other					
X Citizenship/State of Incorporation/Organizat	ion DELAWARE				
Receiving Party	Mark if additional names of receiving parties attached				
Name COMSYS TECHNICAL SERVICES, I	NC.				
DBA/AKA/TA					
Composed of					
Address (line 1) 4400 POST OAK PARKWAY					
Address (line 2) SUITE 1130					
Address (line 3) HOUSTON	TEXAS 77027				
Individual General Partnership	State/Country Zip Code Limited Partnership If document to be recorded is an assignment and the receiving party is				
X Corporation Association	not domiciled in the United States, an appointment of a domestic				
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Mail documents to be recorded with required cover sheet(s) information to:
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Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$ 40					
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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:

"CAMBRIDGE INFORMATION SERVICES, INC.", A NEW JERSEY CORPORATION,

"COMSYS TECHNICAL SERVICES, INC.", A MARYLAND CORPORATION,

"DATA AID, INC.", A ALABAMA CORPORATION,

"DATRONICS MANAGEMENT, INC.", A NEW YORK CORPORATION,

"INTERNATIONAL SOFTWARE DESIGNS", A CALIFORNIA CORPORATION,

"KC CONSULTING INC.", A CALIFORNIA CORPORATION.

"KNAUER ASSOCIATES SYSTEMS ENGINEERING, INC.", A CALIFORNIA CORPORATION,

"ON-LINE RESOURCES, INC. ", A FLORIDA CORPORATION,

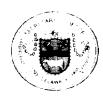
"PACIFIC DATA GROUP, INC. ", A OREGON CORPORATION,

"REGAL DATA SYSTEMS, INC.", A NEW JERSEY CORPORATION,

WITH AND INTO "CUTLER-WILLIAMS INCORPORATED" UNDER THE NAME OF "COMSYS TECHNICAL SERVICES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-THIRD DAY OF DECEMBER, A.D. 1996, AT 2 O'CLOCK P.M.

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Edward J. Freel, Secretary of State

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AUTHENTICATION.

11-10-99

DATE:

STATE OF DELAWARE SECREPARY DE STATE. 03 10 DIVISION OF CORPORATIONS FILED 02:00 PM 12/23/1996 960382233 - 0779761

CERTIFICATE OF MERGER

OF

CAMBRIDGE INFORMATION SERVICES, INC.

COMSYS TECHNICAL SERVICES, INC.

DATA AID, INC.

DATRONICS MANAGEMENT, INC.

INTERNATIONAL SOFTWARE DESIGNS

KC CONSULTING INC.

KNAUER ASSOCIATES SYSTEMS ENGINEERING, INC.

ON-LINE RESOURCES, INC.

PACIFIC DATA GROUP, INC.

REGAL DATA SYSTEMS. INC.

WITH AND INTO

CUTLER-WILLIAMS INCORPORATED

The undersigned corporation.

DOES HEREBY CERTIFY

FIRST: That the names and states of incorporation of each of the constituent corporations of the merger are as follows:

NAME

STATE OF INCORPORATION

Cutler-Williams Incorporated Delaware Cambridge Information Services, Inc. New Jersey COMSYS Technical Services, Inc. Maryland Data Aid, Inc. Alabama Datronics Management, Inc. New York International Software Designs California KC Consulting Inc. California Knauer Associates Systems Engineering, Inc. California On-Line Resources, Inc. Florida Pacific Data Group, Inc. Oregon Regal Data Systems, Inc. New Jersey

SECOND: That an Agreement and Plan of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 252 of the General Corporation Law of Delaware.

MERGER/CAMBRIDG.COM

THIRD: That the name of the surviving corporation of the merger is Cutter-Williams Incorporated, which shall herein be changed to COMSYS Technical Services, Inc., a Delaware corporation.

FOURTH: That the amendments in the Certificate of Incorporation of Cutler-Williams Incorporated, a Delaware corporation, which is surviving the merger, that are to be effected by the merger are as follows:

"FIRST: The name of the corporation (hereinafter called the "Corporation") is COMSYS Technical Services, Inc."

FIFTH: That the executed Agreement and Plan of Merger is on file at the principal place of business of the surviving corporation, the address of which is 4400 Post Oak Parkway, Suite 1130, Houston, Texas 77027.

SIXTH. That a copy of the Agreement and Plan of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: The authorized capital stock of each foreign corporation which is a party to the merger is as follows:

Corporation	Class	Number of Shares	Par value per share or statement that shares are without par value
Cambridge Information Services, Inc.	Common	2,500	No par value
COMSYS Technical Services, Inc.	Common	10,000	\$0.01
Data Aid, Inc.	Common	1,000	\$1.00
Datronics Management, Inc.	Common	500,000	\$0.01
International Software Designs	Common	1,000	No par value
KC Consulting Inc.	Common	100,000	No par value
Knauer Associates Systems Engineering, Inc.	Common	1, 000,000	No par value
On-Line Resources, Inc.	Common	1,000,000	\$0.01
Pacific Data Group, Inc.	Common	500,000	No par value
Regal Data Systems, Inc	Common	2,500	No par value

EIGHTH: That this Certificate of Merger shall be effective on December 31, 1996.

Dated December 19, 1996

CUTLER-WILLIAMS INCORPORATED

Edward L. Pierce

Senior Vice President

Assistant Commissioner of Trademarks November 24, 1999 Page 2

Please charge deposit account number 500524 with any additional debits or credits in connection with this request. Please direct any correspondence regarding this matter to the undersigned, and call me at (714) 755-8027 if you have any questions.

Thank you in advance for your assistance in this matter.

Sincerely,

Greg Phillips

Legal Assistant

of LATHAM & WATKINS

Enclosures

ee: Tim Schmuckal, Esq. (Kirkland & Ellis)

Margaret G. Reed, Esq. (Metamor Worldwide, Inc.)

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RECORDED: 11/24/1999