

12-16-1999

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



101223546

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

WRD
11/24/99

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment
- License
- Security Agreement
- Nunc Pro Tunc Assignment
Effective Date
Month Day Year
- Merger
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

Formerly

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City State/Country Zip Code

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other
- Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

12/15/1999 DNGUYEN 00000080 126948t

01 FC:481 40.00 DP
02 FC:482 25.00 DP

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Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

REEL: 001999 FRAME: 0486

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number *or* the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>
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<input type="text" value="1269486"/>	<input type="text"/>	<input type="text"/>
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Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment: Enclosed Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes No

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. Charges to deposit account are authorized, as indicated herein.

Perry J. Viscounty, Esq.

[Signature]

11/24/99

Name of Person Signing

Signature

Date Signed

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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991473608

Edward J. Freel

Edward J. Freel, Secretary of State

0075238

AUTHENTICATION

11-10-99

DATE

TRADEMARK
REEL: 001999 FRAME: 0488

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:

<u>NAME</u>	<u>STATE OF INCORPORATION</u>
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.

THIRD: That the name of the surviving corporation of the merger is Cutler-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:

<u>Corporation</u>	<u>Class</u>	<u>Number of Shares</u>	<u>Par value per share or statement that shares are without par value</u>
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

By: *Edward L. Pierce*
Edward L. Pierce
Senior Vice President

LATHAM & WATKINS

ATTORNEYS AT LAW

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NEW JERSEY OFFICE

ONE NEWARK CENTER, 16TH FLOOR
NEWARK, NEW JERSEY 07102-3111
PHONE (973) 531-2000 FAX 699-7498

VIA EXPRESS MAIL

Assistant Commissioner of Trademarks
BOX ASSIGNMENTS, 2900 Crystal Drive
Arlington, Virginia 22202-3513

Re: Recordation of Merger and Name Change
For the Marks: **COMSYS and Design, and COMSYS**
Registration Nos. 1,269,486 and 1,269,487

Dear Sir or Madam:

Enclosed for filing in connection with the above-referenced registration are the following papers:

1. A Recordation Form Cover Sheet with attachment evidencing the merger of COMSYS Technical Services, Inc., a Maryland corporation, into Cutler-Williams Incorporated, a Delaware Corporation, effective December 31, 1996;
2. A Recordation Form Cover Sheet with attachment evidencing the name change of Cutler-Williams Incorporated, a Delaware Corporation, to COMSYS Technical Services, Inc., a Delaware Corporation, effective December 31, 1996;
3. A stamped, self addressed postcard to acknowledge receipt; and
4. A check in the amount of \$130.00 to cover the filing fee.



NEW YORK OFFICE

895 THIRD AVENUE, SUITE 100
NEW YORK, NEW YORK 10022-4812
PHONE (212) 906-1200 FAX 711-4400

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300 PENNSYLVANIA AVE., N.W., SUITE 1100
WASHINGTON, D.C. 20004-4302
PHONE (202) 337-1200 FAX 337-1177

FILE No. 026471-0056 0057



11-24-1999

U.S. Patent & TMO/TM Mail Rcpt Dt. #01

Assistant Commissioner of Trademarks

November 24, 1999

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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

cc: Tim Schmuckal, Esq. (Kirkland & Ellis)
Margaret G. Reed, Esq. (Metamor Worldwide, Inc.)