

4/24/00

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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

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
- Merger
- Security Agreement
- Change of Name
- Nunc Pro Tunc Assignment
- Effective Date:
- Other:

101356811
05-15-2000

Conveying Party

Execution Date

Name The Metzler Group, Inc.
Formerly

July 15, 1999

- Individual General Partnership Limited Partnership Corporation Association
- Other --Limited Liability Company
- Citizenship/State of Incorporation/Organization --Delaware
- Mark if Additional Names of Conveying Parties Attached

Receiving Party

Name Navigant Consulting, Inc.

DBA/AKA/TA

Address 615 N. Wabash

Address

Address Chicago

Illinois

60611

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization --Delaware
- Domestic Representative Designation Attached: Yes No
- Mark if Additional Names of Receiving Parties Attached

Correspondent Name and Address

Mark J. Liss
Leydig, Voit & Mayer, Ltd.
Two Prudential Plaza, Suite 4900
Chicago, Illinois 60601-6780

Telephone: (312) 616-5600
Facsimile: (312) 616-5700
Attorney Docket No. 201651

Pages Enter the total number of pages of the attached conveyance document including any attachments: 3

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)
75/757,439	

Number of Properties Enter the total number of properties involved: 1

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): \$40 00

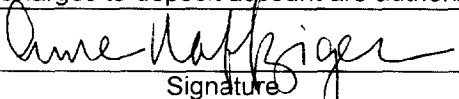
Method of Payment:

- Enclosed
- Deposit Account No. 12-1216

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.

Anne E. Naffziger		April 14, 2000
Name of Person Signing	Signature	Date

State of Delaware
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 "THE METZLER GROUP, INC.", CHANGING ITS NAME FROM "THE METZLER GROUP, INC." TO "NAVIGANT CONSULTING, INC.", FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF JULY, A.D. 1999, AT 5 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Edward J. Freel

Edward J. Freel, Secretary of State

2630937 8100
991291377

AUTHENTICATION: 9867399
DATE: 07-15-99

**CERTIFICATE OF AMENDMENT OF
THE AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
THE METZLER GROUP, INC.**

It is hereby certified that:

1. The name of the corporation (the "Corporation") is

The Metzler Group, Inc.

2. The Amended and Restated Certificate of Incorporation, as amended (the "Certificate"), of the Corporation is hereby amended by striking out the text of Article One thereof and by substituting in lieu of said text the following new text:

The name of the corporation (the "Corporation") is:

Navigant Consulting, Inc.

3. The amendment of the Certificate herein certified has been duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

The effective time of the amendment herein certified shall be immediately upon filing or as soon thereafter as possible.

Signed on July 15, 1999


Robert P. Maher, President

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