

08-15-2000



EET

To the Honorable Commissioner of Patents :

101432019

Documents or copy thereof.

1. Name of conveying party(ies):

The Registry, Inc.

- Individual
- General Partnership
- Association
- Limited Partnership

Corporation - State: Massachusetts

Other: \_\_\_\_\_

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

2. Name and address of receiving party(ies):

Name: Renaissance Worldwide, Inc.

Internal Address: Christopher Guiffre

Street Address: 189 Wells Avenue

City: Newton State: MA Zip: 02159

Individual(s) citizenship

Association

General Partnership

Limited Partnership

Corporation - State: Massachusetts

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

3. Nature of conveyance:

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

Execution Date: January 5, 1998

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1, 792, 872

Additional numbers attached?  yes  no

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

Name: Catherine R. Howell, Paralegal

Internal Address: Ropes & Gray

Street Address: 1301 K St., N. W. Suite 800 East

City: Washington, D.C. State: \_\_\_\_\_ Zip: 20005

6. Total number of applications and registration involved:

..... [ 1 ]

7. Total Fee (37 CFR 3.41) ..... \$ 40

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

#18-1945

08/15/2000 DC0ATES 00000007 101432019 075001

DO NOT USE THIS SPACE

01 FC:481 40.00 EH

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.*

Catherine R. Howell  
Name of Person Signing

Catherine R Howell  
Signature

6/16/2000  
Date

Total number of pages including cover sheet, attachments and document: [ 5 ]

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# The Commonwealth of Massachusetts

William Francis Galvin

Secretary of the Commonwealth  
One Ashburton Place, Boston, Massachusetts 02108-1512

## ARTICLES OF AMENDMENT (General Laws, Chapter 156B, Section 72)

*[Handwritten signatures]*  
Name  
Approved

We, G. Drew Conway, \*President / ~~\*Vice President~~,

and Richard L. Burley, \*Clerk / ~~\*Assistant Clerk~~,

of The Registry, Inc.  
*(Exact name of corporation)*

located at 1001 Soldiers Avenue, Newton, Massachusetts 02159  
*(Street address of corporation in Massachusetts)*

certify that these Articles of Amendment affecting articles numbered:

Articles 1  
*(Number those articles 1, 2, 3, 4, 5 and/or 6 being amended)*

of the Articles of Organization were duly adopted at a meeting held on December 30, 19 97, by vote of:

100 shares of Common Stock of 25,037,962 shares outstanding,  
*(type, class & series, if any)*

         shares of          of          shares outstanding, and  
*(type, class & series, if any)*

         shares of          of          shares outstanding,  
*(type, class & series, if any)*

\*being at least a majority of each type, class or series outstanding and entitled to vote thereon: / ~~or 2/3 being at least a majority of each type, class or series outstanding and entitled to vote thereon: or a majority of each type, class or series of the total number of shares of each type, class or series of the corporation and entitled to vote thereon.~~

C  
P  
M  
R A

4  
P C

Delete the inapplicable words. \*\*Delete the inapplicable clause.  
For amendments adopted pursuant to Chapter 156B, Section 70.  
For amendments adopted pursuant to Chapter 156C, Section 71.  
Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on one side only of separate 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch. Additions to more than one article may be made on a single sheet so long as each article requiring each addition is clearly indicated.

To change the number of shares and the par value of any type, class or series of stock which the corporation is authorized to issue, fill in the following:

The total *presently* authorized is:

WITHOUT PAR VALUE STOCKS		WITH PAR VALUE STOCKS		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common		Common		
Preferred		Preferred:		

Change the total authorized to:

WITHOUT PAR VALUE STOCKS		WITH PAR VALUE STOCKS		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common		Common		
Preferred:		Preferred:		

That, in connection with the change of the Corporation's name from The Registry, Inc. to Renaissance Worldwide, Inc., the Corporation's Restated Articles of Organization, as amended, be further amended by striking out Article 3 in its entirety and inserting in lieu thereof the following:

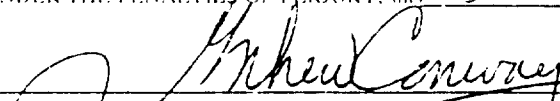
1. The name by which the corporation shall be known is:

Renaissance Worldwide, Inc.

The foregoing amendment(s) will become effective when these Articles of Amendment are filed in accordance with General Laws, Chapter 156B, Section 6 unless these articles specify, in accordance with the vote adopting the amendment, a later effective date not more than *thirty days* after such filing, in which event the amendment will become effective on such later date.

Later effective date \_\_\_\_\_

SIGNED UNDER THE PENALTIES OF PERJURY, this 5<sup>th</sup> day of January, 19 99

  
\_\_\_\_\_  
Drew Conway

\*President & \*Vice President

  
\_\_\_\_\_  
Richard L. Bugley

\*Clerk / \*Assistant Clerk

THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF AMENDMENT  
(General Laws, Chapter 156B, Section 72)

RECORDED  
90 JAN -7 PM 1:16  
MASSACHUSETTS

I hereby approve the within Articles of Amendment and, the filing fee in  
the amount of \$ 2.00 having been paid, said articles are deemed  
to have been filed with me this 17<sup>th</sup> day of January  
19 98

Effective date \_\_\_\_\_



WILLIAM FRANCIS GALVIN  
*Secretary of the Commonwealth*

TO BE FILLED IN BY CORPORATION  
Photocopy of document to be sent to:

Cynthia A. Bacon, Senior Paralegal  
Popes & Gray, One International Pl.  
Boston, MA 02110-2624