

08-29-2000



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TRADEMARKS

TO THE HONORABLE COMMISSIONER OF PATENTS AND TRADEMARKS

g.3.w

1. **Computer Outsourcing Services, Inc.** is a corporation organized under and existing by virtue of the laws of the State of Delaware, located and doing business at **2 Christie Heights Street, Leonia, New Jersey 07605.**

2. **Infocrossing, Inc.** is a Corporation duly organized under and existing by virtue of the laws of the State of Delaware, having its head office and principle place of business at **2 Christie Heights Street, Leonia, New Jersey 07605.**

3. This is a change of corporate name.

4. The attached document was executed on **May 24, 2000.**

5. The following trademark applications/registrations are involved:

COSI

APPLICATION NUMBER	ISSUED	REGISTRATION NUMBER	FILING DATE
75/922,542			February 18, 2000

Miscellaneous Design

APPLICATION NUMBER	ISSUED	REGISTRATION NUMBER	FILING DATE
75/850,796			November 17, 1999

08/29/2000 DNGUYEN 00000228 75922542

01 FC:481
02 FC:482

40.00 OP
25.00 OP

6. All future correspondence concerning this identified trademark should be addressed to:

**Jacqueline Zion
Lilling & Lilling P.C.
PO BOX 560
Goldens Bridge, NY 10526**

7. There are **two (2)** application(s) involved with this change of corporate name.

8. A check in the amount of **sixty five dollars (\$65.00)** is enclosed to cover the recording fee.

9. 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.

Respectfully submitted,
Lilling & Lilling P.C.



Jacqueline Zion, Esq.
Westchester Financial Center
11 Martine Avenue
White Plains, New York 10606
Tel: (914) 684-0600
Fax: (914) 684-0304
Attorneys for Applicant(s)

Dated: 8/2/00

State of Delaware
Office of the Secretary of State

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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 "COMPUTER OUTSOURCING SERVICES, INC.", CHANGING ITS NAME FROM "COMPUTER OUTSOURCING SERVICES, INC." TO "INFOCROSSING, INC.", FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF MAY, A.D. 2000, AT 3:45 O'CLOCK P.M.



A handwritten signature in black ink, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

3046613 8100

001293724

AUTHENTICATION:

0488131

DATE:

06-09-00

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REEL: 002126 FRAME: 0163

06/25/00 10:08 FAX 2034627580

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**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION**

COMPUTER OUTSOURCING SERVICES, INC., a Delaware corporation (the "Corporation"), does hereby certify as follows:

FIRST: That the Board of Directors of the Corporation (the "Board") adopted resolutions proposing and declaring advisable the following amendment to the Certificate of Incorporation of the Corporation pursuant to Section 242 of the Delaware General Corporation Law (the "DGCL"):

RESOLVED, that Article 1 of the Corporation's Certificate of Incorporation be amended to read in its entirety as follows:

"1. Name. The name of the corporation (hereinafter, the "Corporation") is Infocrossing, Inc. "

SECOND: That the aforesaid amendment shall become effective on June 5, 2000.

THIRD: That the shareholders of the Corporation, at a meeting duly held, consented to such amendment by the affirmative vote of the majority of outstanding shares entitled to vote thereon.

FOURTH: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of the DGCL.

STAM1-071038-1
06/25/00 2:54 PM

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 03:45 PM 06/25/2000
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05/23/00 15:06 FAX 2034027500

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IN WITNESS WHEREOF, the Corporation has caused this Certificate to be signed by its President, Robert B. Wallach, and attested by its Secretary, Nicholas J. Letizia, duly authorized on May 24, 2000.

COMPUTER OUTSOURCING SERVICES, INC.

By:


Name: Robert B. Wallach
Title: President

ATTEST:

By:


Name: Nicholas J. Letizia
Title: Secretary