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09-29-2000



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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

Merger
Effective Date
Month Day Year

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 conveying 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 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.)

Corporation Association

Other

Citizenship/State of Incorporation/Organization

FOR OFFICE USE ONLY

09/28/2000 NTHA11 00000296 75727533

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

TRADEMARK
REEL: 002150 FRAME: 0773

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)

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.

Lee Ann Wheelis

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 AMENDMENT OF "STAFFING RESOURCES, INC.", CHANGING ITS NAME FROM "STAFFING RESOURCES, INC." TO "CAREER BLAZERS INC.", FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF MARCH, A.D. 1998, AT 8:35 O'CLOCK A.M.



Edward J. Freel

Edward J. Freel, Secretary of State

2351984 8100

AUTHENTICATION:

9002433

981122639

DATE:

03-31-98

TRADEMARK

REEL: 002150 FRAME: 0775

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
STAFFING RESOURCES, INC.**

Staffing Resources, Inc. (the "Corporation"), a corporation existing and organized under the General Corporation Law of the State of Delaware (the "General Corporation Law"), hereby certifies as follows:

FIRST: That the Board of Directors of the Corporation, at a meeting duly called and held on February 3, 1998, adopted a resolution setting forth the amendment to the Certificate of Incorporation of the Corporation set forth below (the "Amendment"), declaring the Amendment to be advisable and in the best interest of the Corporation and calling for the submission of the Amendment to the stockholders of the Corporation for their consideration.

SECOND: That a majority of the stockholders of the Corporation, by written consent in lieu of special meeting dated February 20, 1998, consented to and adopted the Amendment.

THIRD: That the Amendment was duly adopted in accordance with the applicable provisions of Sections 228 and 242 of the General Corporation Law.

FOURTH: That ARTICLE FIRST of the Certificate of Incorporation of the Corporation is hereby amended to read in its entirety as follows:

"FIRST: The name of the corporation is CAREER BLAZERS INC. (the "Corporation")."

IN WITNESS WHEREOF, the undersigned, being the Chief Executive Officer of the Corporation, does make this certificate, hereby declaring and certifying, under penalties of perjury, that this is the act and deed of the Corporation, duly adopted by a majority of its stockholders pursuant to Sections 228 and 242 of the General Corporation Law, and the facts stated herein are true, and accordingly has hereunto set his hand on this 26th day of March, 1998.

STAFFING RESOURCES, INC.

By:



William M. Lewis
Chief Executive Officer

Attest:



Stephen J. Russo
Secretary