

11-30-2000



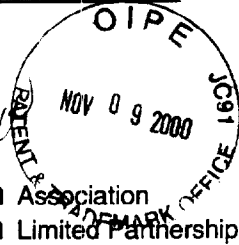
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To the Honorable Commissioner of Patents and

101533744

inal documents or copy thereof.

1. Name of conveying party(ies):
PRT Group Inc.



- Individual(s)
- General Partnership
- Corporation-State
- Other

- Association
- Limited Partnership

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

3. Nature of conveyance:

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

Execution Date: July 12, 2000

2. Name and address of receiving party(ies)

Name: enherent Corp.

Internal Address: 7 Skyline Drive

Street Address: _____

City: Hawthorne State: NY ZIP: 10532

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- 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

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

75/200,417 75/866,514
 75/311,995 76/073,664
 75/855,774

B. Trademark Registration No.(s)

2,202,217 2,291,348
 2,224,660 2,301,765
 2,241,141 2,353,962

Additional numbers attached? Yes No

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

Name: James C. Wray

Internal Address: _____

Street Address: 1493 Chain Bridge Road

Suit: 300

City: McLean State: VA ZIP: 22101

6. Total number of applications and registrations involved: 11

7. Total fee (37 CFR 3.41).....\$ 290.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

02-3704

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

11/29/2000 AMH ED1 00000159 75200417

902 Statement and signature.

40.00 DP
250.00 DP

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.

Julie H. Gamotis

Name of Person Signing

Signature

11/09/00

Date

3

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

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK

REEL: 002183 FRAME: 0065

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 "PRT GROUP INC.", CHANGING ITS NAME FROM "PRT GROUP INC." TO "ENHERENT CORP.", FILED IN THIS OFFICE ON THE THIRTEENTH DAY OF JULY, A.D. 2000, AT 3:45 O'CLOCK P.M.

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



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2644207 8100

001356166

AUTHENTICATION: 0558017

DATE: 07-14-00

TRADEMARK
REEL: 002183 FRAME: 0066

CERTIFICATE OF AMENDMENT
OF
RESTATED CERTIFICATE OF INCORPORATION

PRT Group Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST: That at a meeting of the Board of Directors of PRT Group Inc. resolutions were duly adopted setting forth a proposed amendment to the Restated Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

RESOLVED, That the Restated Certificate of Incorporation of this corporation be amended by changing the First Article thereof so that, as amended said Article shall be and read as follows:

“the name of the Corporation is inherent Corp. (the “Corporation”).”


SECOND: That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of said corporation was duly called and held upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which the necessary number of shares as required by statute were voted in favor of the amendment.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

ACCORDINGLY, the Restated Certificate of Incorporation of this corporation is hereby amended so as to change the First Article thereof to read as follows in its entirety:

“the name of the Corporation is inherent Corp. (the “Corporation”).”

IN WITNESS WHEREOF, the Corporation as caused this Certificate of Amendment to be signed by Dan S. Woodward, its Chief Executive Officer and President this 12th day of July, 2000.

PRT Group Inc.
By: 
Name: Dan S. Woodward
Title: CEO & President

