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01-05-2001

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

RECORDED  
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UCCO 12-18-00

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Talent Tree Staffing Services, Inc.

- Individual(s)
- General Partnership
- Corporation - State of Delaware
- Other
- Association
- Limited Partnership

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

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

Name: TTSS, Inc.

Internal Address: \_\_\_\_\_

Street Address: 9703 Richmond

City: Houston State Texas ZIP: 77042

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Certificate of Amendment of the Certificate of Incorporation
- Merger
- Change of Name

Execution Date: February 17, 1997

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation- New York
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
(Designation must be a separate document from Assignment)  
Additional name(s) & address(es) attached?  Yes  No

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

A. Trademark Application No.(s)

- 75-431,079
- 75-431,080
- 75-431,390
- 75-431,389

B. Trademark registration No.(s)

- 1,854,845
- 1,893,377
- 1,164,018
- 1,412,582
- 1,915,348
- 1,985,209
- 1,163,005



12-18-2000

U.S. Patent & TMO/TM Mail Rcpt Dt. #70

Additional numbers attached?  Yes  No

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

Name: Andre M. Szuwalski  
Jenkins & Gilchrist, P.C.  
Internal Address: \_\_\_\_\_

Street Address: 1445 Ross Avenue, Ste. 3200

City: Dallas State: Texas Zip: 75202-2799

6. Total number of applications and registrations involved: 11

7. Total fee (37 CFR 3.41): \$ 290.00  
 Enclosed \$290.00  
 Authorized to be charged to deposit account.

(If check is not received with this correspondence or additional fees are required, please charge to deposit account 10-0447.)

8. Deposit Account number: 10-0447  
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.

Andre M. Szuwalski

Signature

12/11/00

Date

01 02/2001 610N11 00000022 75431079

01 FC:481 40.00 DP  
02 FC:482 250.00 DP

Total number of pages comprising cover sheet: 1

State of New York }  
Department of State }<sup>ss:</sup>

*I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.*

*Witness my hand and seal of the Department of State on*

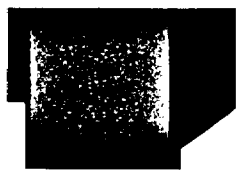
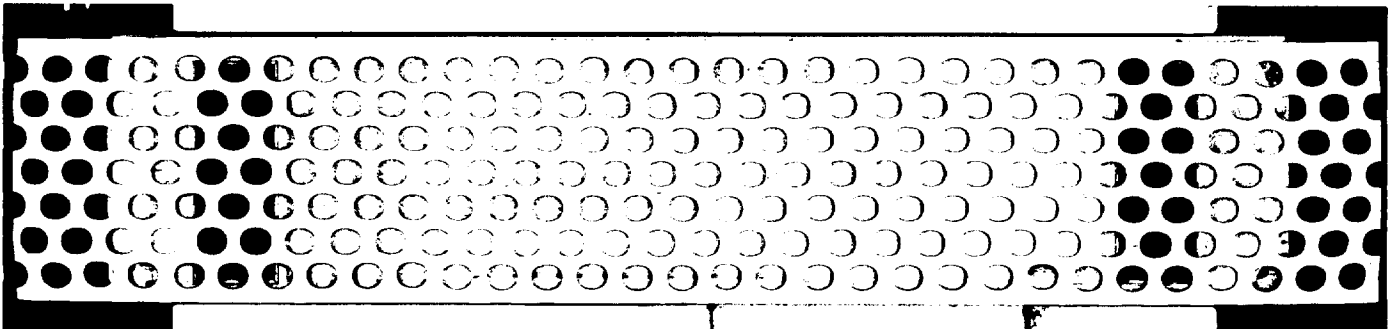
**JUL 14 2000**



A handwritten signature in black ink, appearing to read "J. Gluck", is written over a horizontal line.

*Special Deputy Secretary of State*

DOS-1266 (5/96)



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P. 003/004

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P. 02/03

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CT-07

CERTIFICATE OF AMENDMENT  
OF THE  
CERTIFICATE OF INCORPORATION  
OF

TALENT TREE STAFFING SERVICES, INC.

UNDER SECTION 905 OF THE BUSINESS CORPORATION LAW

\* \* \*

We, THE UNDERSIGNED, William J. Sadler, being the President of Talent Tree Staffing Services, Inc. and Vincent E. Cook, being the Secretary, Treasurer and Vice President of Talent Tree Staffing Services, Inc., hereby certify that:

1. The name of the corporation is Talent Tree Staffing Services, Inc. under the original name of J.S.D. USA INC.
2. The Certificate of Incorporation of said corporation was filed with the Department of State on the 23rd day of June, 1986.
3. (a) The Certificate of Incorporation is hereby amended to change the name of the corporation from Talent Tree Staffing Services, Inc. to "TTSS, Inc."
- (b) To effect the foregoing, Article I relating to the name of the corporation is amended to read as follows:
  1. The name of the corporation is TTSS, Inc.

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4. The amendment was authorized by a written consent of the Board of Directors of the Corporation followed by a written consent of the sole shareholder of the Corporation.

IN WITNESS WHEREOF, we have subscribed this document on February 17, 1997, and do hereby affirm, under the penalties of perjury, that the statements contained therein have been examined by us and are true and correct.

*William J. Sadler*  
WILLIAM J. SADLER, President

-and-

*Vincent E. Cook*  
VINCENT E. COOK, Secretary,

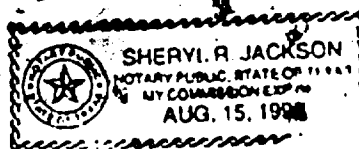
TEXAS  
STATE OF NEW-YORK )  
Harris ) SS.:  
COUNTY OF NEW-YORK )

WILLIAM J. SADLER, being duly sworn deposes and says that he is one of the persons who signed the foregoing certificate of amendment; that he signed said certificate in the capacity set opposite or beneath his signature thereon; that he has read the said certificate and knows the contents thereof; and that the statements contained therein are true to his own knowledge.

*William J. Sadler*  
WILLIAM J. SADLER  
President of Talent Tree  
Staffing Services, Inc.

Subscribed and sworn to before  
me on February 17, 1997

*[Signature]*  
Notary Public



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TOTAL P.03

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**TRADEMARK**  
**REEL: 002206 FRAME: 0837**

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CERTIFICATE OF AMENDMENT  
OF THE  
CERTIFICATE OF INCORPORATION  
OF  
TALENT TREE STAFFING SERVICES, INC.

UNDER SECTION 805 OF THE BUSINESS CORPORATION LAW

lcc

RECEIVED

FEB 20 10 07 AM '97

STATE OF NEW YORK  
DEPARTMENT OF STATE  
FILED FEB 21 1997  
TAXS  
BY: Jim  
New York

FEB 21 12 55 PM '97

RECEIVED

Gratch Jacobs & Brozman, P.C.  
950 Third Avenue  
New York, NY 10022

BILLED

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