

DRINKER BIDDLE & REATH LLP

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 Washington, D.C. 20005-1209
 (202) 842-8800

01-18-2001



101588180

<p>1. NAME OF CONVEYING PARTY:</p> <p>GODWINS, INC. A Pennsylvania corporation</p> <p style="text-align: right;"><i>1.11.01</i></p>	<p>2. NAME AND ADDRESS OF RECEIVING PARTY:</p> <p>AON CONSULTING, INC. A Pennsylvania corporation 123 North Wacker Drive Chicago, Illinois 60606</p>
<p>3. NATURE OF CONVEYANCE:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other</p> <p>3A. EXECUTION DATE: December 1, 1995 3B. EFFECTIVE DATE: December 11, 1995</p>	<p>2A. ASSIGNEE A FOREIGN ENTITY:</p> <p>Yes: <input type="checkbox"/> No: <input checked="" type="checkbox"/></p> <p>2B. DOMESTIC REPRESENTATIVE DESIGNATED:</p> <p>Yes: <input type="checkbox"/> No: <input checked="" type="checkbox"/></p> <p style="text-align: right;">01-11-2001 U.S. Patent & TMO/c/TM Mail Rcpt Dt. #70</p>
<p>4A. TRADEMARK APPLICATION NOS.:</p> <p>Additional numbers attached?</p>	<p>4B. TRADEMARK REGISTRATION NO(S).:</p> <p>Reg. No. 1,957,525 – LIFESTAGE SOLUTIONS</p> <p>Additional numbers attached? NO</p>
<p>Henry W. Leeds, Esq. Drinker, Biddle & Reath LLP 1500 K Street, N.W., Suite 1100 Washington, D.C. 20005-1209</p>	
<p>6. TOTAL NUMBER OF TITLES: 1</p> <p>7. TOTAL FEE: \$40.00 – Check Enclosed</p> <p>8. CHARGE ADDITIONAL FEES TO: DEPOSIT ACCOUNT NO. 50-0573</p> <p>Our Ref: 31266.705/129601</p>	<p>9. The undersigned declares to the best of his/her knowledge and belief that the information on this cover sheet is true and correct and any copy submitted is a true copy of the original document.</p> <p style="text-align: center;"><i>Jennifer L. Dean</i></p> <p>Jennifer L. Dean Date: January 9, 2001 Page 1 of 3</p>

I hereby certify that the foregoing assignment was deposited with the U.S. Postal Services, by First Class Mail, postage prepaid, addressed to Box: Assignments/Fees, The Honorable Commissioner of Trademarks, U.S. Patent and Trademark Office, 2900 Crystal Drive, Arlington, VA 22202-3513, this 9th day of January, 2001

31266.705/129601
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TRADEMARK
 REEL: 002215 FRAME: 0778

Microfilm Number _____

Filed with the Department of State on DEC 11 1995

Entity Number 758701

[Signature]
Secretary of the Commonwealth

ARTICLES OF AMENDMENT-DOMESTIC BUSINESS CORPORATION
DSCB:15-1915 (Rev 90)

In compliance with the requirements of 15 Pa.C.S. § 1915 (relating to articles of amendment), the undersigned business corporation, desiring to amend its Articles, hereby states that:

1. The name of the corporation is: Godwins, Inc.

2. The (a) address of this corporation's current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a)	_____				
	Number and Street	City	State	Zip	County
(b) c/o:	<u>C T Corporation System</u>			<u>Philadelphia County</u>	
	Name of Commercial Registered Office Provider				County

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.

3. The statute by or under which it was incorporated is: Business Corporation Law of the Commonwealth of Pennsylvania Act of May 5, 1933, as amended (P.L. 364)

4. The date of its incorporation is: July 2, 1982

5. (Check, and if appropriate complete, one of the following):

The amendment shall be effective upon filing these Articles of Amendment in the Department of State.
The amendment shall be effective on _____ at _____
Date Hour

6. (Check one of the following):

The amendment was adopted by the shareholders (or members) pursuant to 15 Pa.C.S. § 1914(a) and (b).
____ The amendment was adopted by the board of directors pursuant to 15 Pa.C.S. § 1914(c).

7. (Check, and if appropriate complete, one of the following):

The amendment adopted by the corporation, set forth in full, is as follows:

RESOLVED, that the Board hereby recommends that the sole stockholder of the Company approve the amendment of the articles of incorporation of the Company so as to change the name of the Company to Aon Consulting, Inc., and the sole stockholder hereby approves and adopts the amendment.

DSCB:15-1915 (Rev 90)-2

 The amendment adopted by the corporation as set forth in full in Exhibit A attached hereto and made a part hereof.

8. The restated Articles of Incorporation supersede the original Articles and all amendments thereto.

IN TESTIMONY WHEREOF, the undersigned corporation has caused these Articles of Amendment to be signed by a duly authorized officer thereof this 1st day of December, 1995.

Godwins, Inc.
 (Name of Corporation)

BY: *Jerome S. Hanner*
 (Signature) Jerome S. Hanner

TITLE: Vice President