

03-25-2002



Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

RE

102029171

J.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):

System One Solutions, Inc.

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 8/31/2001

2. Name and address of receiving party(ies)

Name: TMP Worldwide eResourcing America, Inc.

Internal

Address:

Street Address: 622 Third Avenue

City: New York State: NY Zip: 10017

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

OFFICE OF PUBLIC AFFAIRS 2002 FEB 14 AM 11:32 FINANCE SECTION

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

A. Trademark Application No.(s) 76/081330 & 76/081329

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

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

Name: Gail M. Hashimoto

Internal Address:

Street Address: 70 South First Street

City: San Jose State: CA Zip: 95113

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41) \$ 65.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

08-2782 Attn: MANA-05-012

DO NOT USE THIS SPACE

9. Signature.

Gail M. Hashimoto

Name of Person Signing

Signature

2/14/2002

Date

Total number of pages including cover sheet, attachments, and document: 3

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

03/22/2002 TDIAZ1 00000118 082782 76081330

01 FC:481 40.00 CH 02 FC:482 25.00 CH

TRADEMARK REEL: 002467 FRAME: 0832

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Amendment, filed on August 31, 2001, for SYSTEM ONE SOLUTIONS, INC. changing its name to TMP WORLDWIDE ERESOURCING AMERICA, INC., a corporation organized under the laws of the State of Florida, as shown by the records of this office.

The document number of this corporation is V38669.

Given under my hand and the Great Seal of the State of Florida at Tallahassee, the Capitol, this the Nineteenth day of September, 2001



CR2EO22 (1-99)

Katherine Harris
Katherine Harris
Secretary of State

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
SYSTEM ONE SOLUTIONS, INC.**

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, System One Solutions, Inc., a Florida corporation (the "Corporation") adopts the following Articles of Amendment to its Articles of Incorporation:

ARTICLE I

Name

The name of the Corporation is System One Solutions, Inc.

ARTICLE II

Amendment

The text of the amendment to the Corporation's Articles of Incorporation is as follows:

"ARTICLE I

Name

The name of the Corporation is TMP Worldwide eResourcing America.

ARTICLE III

Date of Adoption

This amendment was adopted on the 29th day of August, 2001

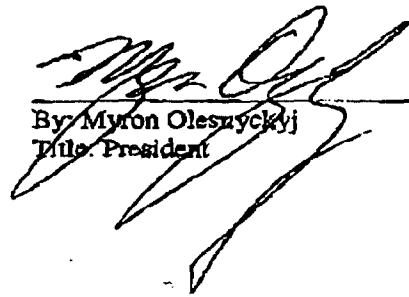
ARTICLE IV

Manner of Adoption

This amendment was duly approved by the sole shareholder of the Corporation and the number of votes cast for the amendment by the sole shareholder was sufficient for approval.

Dated this 29th day of August 2001.

SYSTEM ONE SOLUTIONS, INC.


By: Myron Olesnyckyj
Title: President

FILED
01 AUG 31 PM 4:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA