

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|----------------------------------|--|-----------------------|-----------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | CHANGE OF NAME | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Clayton GRP, Inc. | | 08/30/2004 | CORPORATION: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | Clayton Services, Inc. | | |
| Street Address: | 2 Corporate Drive | | |
| City: | Shelton | | |
| State/Country: | CONNECTICUT | | |
| Postal Code: | 06484 | | |
| Entity Type: | CORPORATION: DELAWARE | | |
| PROPERTY NUMBERS Total: 1 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 2594830 | CLAYTON | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | (312)827-8185 | | |
| | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | | |
| Email: | trademarks@bellboyd.com | | |
| Correspondent Name: | Noelle Day | | |
| Address Line 1: | P.O. Box 1135 | | |
| Address Line 4: | Chicago, ILLINOIS 60690-1135 | | |
| NAME OF SUBMITTER: | Noelle Day | | |
| Signature: | /noelle day/ | | |
| Date: | 08/23/2005 | | |

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Total Attachments: 3
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**TRADEMARK
 REEL: 003145 FRAME: 0566**

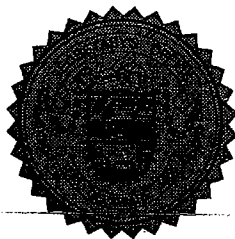
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, 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 "CLAYTON GRP, INC.", CHANGING ITS NAME FROM "CLAYTON GRP, INC." TO "CLAYTON SERVICES, INC.", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF AUGUST, A.D. 2004, AT 1:14 O'CLOCK P.M.

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



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3821510 8100

AUTHENTICATION: 3323028

040630977

DATE: 08-30-04

TRADEMARK

REEL: 003145 FRAME: 0568

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
CLAYTON GRP, INC.

Clayton GRP, Inc. (the "Corporation"), organized and existing under the General Corporation Law of the State of Delaware (the "DGCL"), does hereby certify as follows:

FIRST: Article 1 of the Certificate of Incorporation of the Corporation is hereby amended by deleting the existing Article 1 in its entirety and replacing it with the following:

"The name of the corporation is Clayton Services, Inc."

SECOND: The Board of Directors of the Corporation, by unanimous written consent in lieu of a meeting, has adopted a resolution approving such amendment and declaring it advisable and in the best interests of the Corporation, pursuant to Sections 141 and 242 of the DGCL. In lieu of a special meeting and vote of the stockholders of the Corporation, such stockholders have given their unanimous written consent to such amendment in accordance with the provisions of Sections 228 and 242 of the DGCL.

THIRD: The aforesaid amendment was duly adopted in accordance with Section 242 of the DGCL.

IN WITNESS WHEREOF, the Corporation has caused this certificate to be executed this 29th day of August, 2004.

CLAYTON GRP, INC.

By: 

Name: Brian C. Newman

Title: Chief Financial Officer,
Treasurer and Assistant Secretary