

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2001

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Metro Information Services, Inc.		12/31/2001	CORPORATION: VIRGINIA

RECEIVING PARTY DATA

Name:	Keane, Inc.
Street Address:	100 City Square
City:	Boston
State/Country:	MASSACHUSETTS
Postal Code:	02129
Entity Type:	CORPORATION: MASSACHUSETTS

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	2580905	MINDS MAKING TECHNOLOGY WORK
Registration Number:	1544958	METRO INFORMATION SERVICES

CORRESPONDENCE DATA

Fax Number: (617)526-5000
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 617-526-6448
 Email: janey.davidson@wilmerhale.com
 Correspondent Name: Michael J. Bevilacqua, Esquire
 Address Line 1: Wilmer Cutler Pickering Hale and DorrLLP
 Address Line 2: 60 State Street
 Address Line 4: Boston, MASSACHUSETTS 02109

ATTORNEY DOCKET NUMBER:	50070136
NAME OF SUBMITTER:	Michael J. Bevilacqua

CH \$65.00 2580905

Signature:	/michael j. bevilacqua/
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Date:	06/21/2007
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The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

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Examiner

1167

ARTICLES OF MERGER OF PARENT AND SUBSIDIARY CORPORATIONS
(General Laws, Chapter 156B, Section 82)

We, Brian T. Keane, *President / ~~Who=President~~,
and C. Whitney Pedersen, *Clerk / *Assistant Clerk,
of (S) Keane, Inc.
(Exact name of corporation)

organized under the laws of Massachusetts and herein called the parent corporation,
certify as follows:

1. That the subsidiary corporation(s) to be merged into the parent corporation is/are:

	NAME	STATE OF ORGANIZATION	DATE OF ORGANIZATION
(M)	54111 2301 Metro Information Services, Inc.	Virginia	June 11, 1979

2. The parent corporation, at the date of the vote, owned not less than ninety percent (90%) of the outstanding shares of each class of stock of the subsidiary corporation or corporations with which it has voted to merge.

Item 3 below may be deleted if all the corporations are organized under the laws of Massachusetts and if General Laws, Chapter 156B is applicable to them.

3. That in the case of each of the above named corporations, the laws of the state of its organization, if other than Massachusetts, permit the merger herein described, and that all action required under the laws of each such state in connection with this merger has been duly taken.

*Delete the inapplicable words. In case the parent corporation is organized under the laws of a state other than Massachusetts, these articles are to be signed by officers having corresponding powers and duties.

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P.C.

4. That at a meeting of the directors of the parent corporation, the following vote, pursuant to General Laws, Chapter 156B, Section 82, Subsection (a) was duly adopted:

Please see attached.

Note: Votes, for which the space provided above is not sufficient, should be listed on additional sheets to be numbered 4A, 4B, etc. Additional sheets must be 8 1/2 x 11 and have a left hand margin of 1 inch. Only one side should be used.

TRADEMARK
REEL: 003565 FRAME: 0625

Attachment 4A

Agreement and Plan of Merger

VOTED: That, in furtherance of the unified plan of merger adopted by the Corporation on August 20, 2001, the Board of Directors of the Corporation deems it advisable and in the best interests of the Corporation that Metro Information Services, Inc, a Virginia corporation and wholly-owned subsidiary of the Corporation ("MIS"), merge with and into the Corporation, whereby (i) the separate existence of MIS shall cease and the Corporation shall continue as the surviving entity in the merger (the "Merger"), and (ii) all outstanding shares of capital stock of MIS shall be canceled without consideration.

FURTHER VOTED: That the proper officers of the Corporation be and are, and each of them acting singly hereby is, authorized, empowered and directed, in the name and on behalf of the Corporation, to execute and file, or cause to be filed, Articles of Merger of Parent and Subsidiary Corporation (the "Massachusetts Articles of Merger"), pursuant to which MIS will merge with and into the Corporation pursuant to Section 82 of Chapter 156B of the MGL, and any and all additional documents or instruments necessary to effect the Merger with the Secretary of the Commonwealth of the Commonwealth of Massachusetts, which Massachusetts Articles of Merger shall become effective at such time and on such date as may be designated by the officer or officers executing the same; and that such officers be and are, and each of them acting singly hereby is, further authorized, empowered and directed to take any and all additional actions necessary to implement the Massachusetts Articles of Merger, the taking of such actions by such officer or officers to be conclusive evidence of his or their determination and approval thereof and of his or their due authorization hereunder.

FURTHER VOTED: That the proper officers of the Corporation be and are, and each of them acting singly hereby is, authorized, empowered and directed, in the name and on behalf of the Corporation, to execute and file, or cause to be filed, Articles of Merger pursuant to Sections 13.1-719 and 13.1-720 of the Virginia Stock Corporation Act (the "Virginia Articles of Merger"), pursuant to which MIS shall merge with and into the Corporation, and any and all additional documents or instruments necessary to effect the Merger with the State Corporation Commission of the Commonwealth of Virginia, which Virginia Articles of Merger shall become effective at such time and on such date as may be designated by the officer or officers executing the same; and that such officers be and are, and each of them acting singly hereby is, further authorized, empowered and

Attachment 4A

directed to take any and all additional actions necessary to implement such Virginia Articles of Merger, the taking of such actions by such officer or officers to be conclusive evidence of his or their determination and approval thereof and of his or their due authorization hereunder.

General Authority

VOTED:

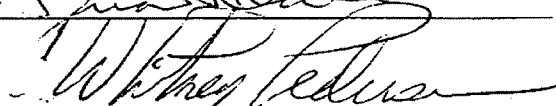
That the appropriate officers of the Corporation be, and each of them acting singly hereby is, authorized, empowered and directed, in the name and on behalf of the Corporation, to execute and deliver any and all agreements, instruments, documents and certificates, and to take any and all actions, which they or any of them may deem necessary or appropriate in connection with the Merger, the Irvine Contribution and the Florida Contribution and the other actions contemplated by the foregoing votes, the execution and delivery of such agreements, instruments, documents and certificates and the taking of such actions by such officer or officers to be conclusive evidence of his or their determination and approval thereof and of his or their due authorization hereunder.

5. The effective date of the merger shall be the date approved and filed by the Secretary of the Commonwealth. If a *later* effective date is desired, specify such date, which shall not be more than *thirty days* after the date of filing:

EFFECTIVE DATE : 12-31-2001 (12:00 A.M.)

SIGNED UNDER THE PENALTIES OF PERJURY, this 26th day of December, 20 01,

 _____, *President / ~~SECRETARY~~

 _____, *~~SECRETARY~~ / *Assistant Clerk.

**Delete the inapplicable words. In case the parent corporation is organized under the laws of a state other than Massachusetts, these articles are to be signed by officers having corresponding powers and duties.*

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THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF MERGER OF PARENT AND SUBSIDIARY CORPORATIONS
(General Laws, Chapter 156B, Section 82)

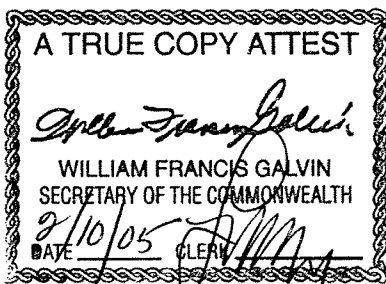
I hereby approve the within Articles of Merger of Parent and Subsidiary Corporations and, the filing fee in the amount of \$ 250⁻, having been paid, said articles are deemed to have been filed with me this 27th day of December, 2001.

Effective date: December 31, 2001 @ 12:00 am

William Francis Galvin

WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

SECRETARY OF THE
COMMONWEALTH
CORPORATION DIVISION
01 DEC 27 AM 11:53



TO BE FILLED IN BY CORPORATION
Photocopy of document to be sent to:

Lisa E. Savickas, Corporate Paralegal
Hale and Dorr, LLP
60 State Street, Boston, MA 02109
Telephone: (617) 526-5183