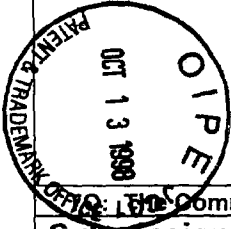


10-21-1998



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### RECORDATION FORM COVER SHEET TRADEMARKS ONLY

The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

#### Submission Type

New

Resubmission (Non-Recordation)  
Document ID # \_\_\_\_\_

Correction of PTO Error  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_

Corrective Document  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_

#### Conveyance Type

Assignment  License

Security Agreement  Nunc Pro Tunc Assignment

Merger

Change of Name

Other \_\_\_\_\_

Effective Date  
Month Day Year  
04 03 95

#### Conveying Party

Mark if additional names of conveying parties attached

Name  Execution Date  
Month Day Year  
04 03 95

Formerly

Individual  General Partnership  Limited Partnership  Corporation  Association

Other \_\_\_\_\_

Citizenship/State of Incorporation/Organization

#### Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AK/A/T/A \_\_\_\_\_

Composed of \_\_\_\_\_

Address (line 1)

Address (line 2)

Address (line 3)

City State/Country Zip Code

Individual  General Partnership  Limited Partnership  If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Corporation  Association

Other \_\_\_\_\_

Citizenship/State of Incorporation/Organization

10/20/1998 DMBUYEN 00000354 1567141

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01 FC:481

40.00 DP

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Mail documents to be recorded with required cover sheet(s) information to:  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK  
REEL: 1802 FRAME: 0279

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages**

Enter the total number of pages of the attached conveyance document including any attachments.

#

**Trademark Application Number(s) or Registration Number(s)**

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,567,141"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

**Number of Properties**

Enter the total number of properties involved.

#

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

**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. Charges to deposit account are authorized, as indicated herein.

Kenneth J. Purcell

10/07/98

Name of Person Signing

Signature

Date Signed

496900

10051998



THE COMMONWEALTH OF MASSACHUSETTS  
ARTICLES OF CONSOLIDATION/MERGER  
(General Laws, Chapter 156B, Section 79)

OCT 13 1998  
-3 PM 3:41  
RECEIVED

I hereby approve the within articles of consolidation/merger and, the filing fee in the amount of \$ 250 having been paid, said articles are deemed to have been filed with me this 3rd day of APRIL, 1995.

Effective Date

MI WILLIAM FRANCIS GALVIN  
Secretary of the Commonwealth

4/3/95

TO BE FILLED IN BY CORPORATION  
Photo Copy of Articles of Merger To Be Sent

TO: Patty McNally  
CSC Consulting Group  
.....  
Five Cambridge Center, 9th Floor  
.....  
Cambridge, MA 02142 .....

Telephone 617-499-1803.....

Copy Mailed

TRADEMARK  
REEL: 1802 FRAME: 0281

# The Commonwealth of Massachusetts

**WILLIAM FRANCIS GALVIN**  
Secretary of the Commonwealth  
ONE ASHBURTON PLACE  
BOSTON, MASS. 02108

FEDERAL IDENTIFICATION

NO. 34-1150320 *1000000000*

Cleveland Consulting Associates, Inc.  
FEDERAL IDENTIFICATION

NO. 04-2593545 ✓

CSC Consulting, Inc.



Examiner

## ARTICLES OF ~~CONSOLIDATION~~ MERGER\*

PURSUANT TO GENERAL LAWS, CHAPTER 156B, SECTION 79 *042452645*

The fee for filing this certificate is prescribed by General Laws, Chapter 156B, Section 114.  
Make checks payable to the Commonwealth of Massachusetts.

### ~~CONSOLIDATION~~ MERGER\* OF

*st. + 24*  
Cleveland Consulting Associates, Inc.

CSC Consulting, Inc.

CSC Index, Inc.

*24*  
The DiBianca-Berkman Group, Inc.

the constituent corporations

into

CSC Consulting, Inc.

~~a new corporation~~\* one of the constituent corporations\* organized under the laws of ~~Mass.~~ *Ohio* Mass. as specified in the agreement referred to in Paragraph 1 below.

The undersigned officers of each of the constituent corporations certify under the penalties of perjury as follows:

1. An agreement of ~~consolidation~~\* merger\* has been duly adopted in compliance with the requirements of subsections (b) and (c) of General Laws, Chapter 156B, Section 79, and will be kept as provided by subsection (c) thereof. The ~~resulting~~\* surviving\* corporation will furnish a copy of said agreement to any of its stockholders, or to any person who was a stockholder of any constituent corporation, upon written request and without charge.

2. The effective date of the ~~consolidation~~\* merger\* determined pursuant to the agreement referred to in paragraph 1 shall be April 3, 1995

3. (For a merger)

\*\* The following amendments to the articles of organization of the SURVIVING corporation have been affected pursuant to the agreement of merger referred to in paragraph 1: None

(For a consolidation)

(a) The purposes of the RESULTING corporation are as follows:

- \*Delete the inapplicable words.
- \*\*If there are no provisions state "NONE."

NOTE: If the space provided under article 3 is insufficient, additions shall be set forth on separate 8 1/2 x 11 inch sheets of paper, leaving a left hand margin of at least 1 inch for binding. Additions to more than one article may be continued on a single sheet so long as each article requiring each such addition is clearly indicated.

TRADEMARK  
REEL: 1802 FRAME: 0282

(b) The total number of shares and par value, if any, of each class of stock which the resulting corporation is authorized is as follows:

CLASS OF STOCK	WITHOUT PAR VALUE	WITH PAR VALUE		
	NUMBER OF SHARES	NUMBER OF SHARES	PAR VALUE	AMOUNT
Preferred				\$
Common				

\*\* (c) If more than one class is authorized, a description of each of the different classes of stock with, if any, the preferences, voting powers, qualifications, special or relative rights or privileges as to each class thereof and any series now established.

\*\* (d) Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, for restrictions upon the transfer of shares of stock of any class, or for limiting, defining, or regulating the powers of the corporation, or of its directors or stockholders, or of any class of stockholders:

4. (This paragraph 4 may be deleted if the resulting\* surviving\* corporation is organized under the laws of a state other than Massachusetts.) N/A

The following information shall not for any purpose be treated as a permanent part of the articles of organization of the resulting\* surviving\* corporation:

(a) The post office address of the initial principal office of the resulting\* surviving\* corporation in Massachusetts is:

Five Cambridge Center 9th fl.  
Cambridge, Mass. 02142

(b) The name, residence and post office address of each of the initial directors and President, Treasurer and Clerk of the resulting\* surviving\* corporation is as follows:

	Name	Residence	Post Office Address
President	Douglas A. Catalano	14 Rust Way, Cohasset, Ma	02025
Treasurer	Leon J. Level	1505 Via Castilla, Palos Verdes, Ca	
Clerk	Mark T. Dinkel	92 New Bridge Road, Sudbury, Ma	01776
Directors	see attached		

(c) The date initially adopted on which the fiscal year of the resulting\* surviving\* corporation ends is: 3/31

(d) The date initially fixed in the by-laws for the Annual Meeting of stockholders of the resulting\* surviving\* corporation is:

the third Tuesday in Sept. in each year

\*Delete the inapplicable words.

\*\*If there are no provisions state "NONE."

NOTE: If the space provided under article 3 is insufficient, additions shall be set forth on separate 8 1/2 x 11 inch sheets of paper, leaving a left hand margin of at least 1 inch for binding. Additions to more than one article may be continued on a single sheet so long as each article requiring each such addition is clearly indicated.

5. (This paragraph 5 may be deleted if the ~~resulting~~\* surviving\* corporation is organized under the laws of Massachusetts)

The resulting\* surviving\* corporation hereby agrees that it may be sued in the Commonwealth of Massachusetts for any prior obligation of any constituent foreign corporation qualified under General Laws, Chapter 181, and any obligations hereafter incurred by the resulting\* surviving\* corporation, including the obligation created by General Laws, Chapter 156B, Section 85, so long as any liability remains outstanding against the corporation in the Commonwealth of Massachusetts, and it hereby irrevocably appoints the Secretary of the Commonwealth as its agent to accept service of process in any action for the enforcement of any such obligation, including taxes, in the same manner as provided in Chapter 181.

\*Delete the inapplicable words.

FOR MASSACHUSETTS CORPORATIONS

The undersigned ~~President\*~~ Vice President\* and Clerk\* ~~Assistant Clerk\*~~ of CSC Index, Inc. a corporation organized under the laws of Massachusetts further state under the penalties of perjury that the agreement of ~~consolidation\*~~ merger\* referred to in paragraph 1 has been duly executed on behalf of such corporation and duly approved in the manner required by General Laws, Chapter 156B, Section 79.

Arthur W. Greenberg ..... President\* Vice President\*  
Mark T. Dinkel ..... Clerk\* ~~Assistant Clerk\*~~

FOR CORPORATIONS ORGANIZED OTHER THAN IN MASSACHUSETTS

The undersigned Arthur W. Greenberg † and Mark T. Dinkel †† of The DiBianca-Berkman Group, Inc. a corporation organized under the laws of Nevada further state under the penalties of perjury that the agreement of ~~consolidation\*~~ merger\* referred to in paragraph 1, has been duly adopted by such corporation in the manner required by the laws of Nevada

Arthur W. Greenberg ..... † Vice President  
Mark T. Dinkel ..... †† Secretary

\*Delete the inapplicable words.

†Specify the officer having powers and duties corresponding to those of the President or Vice President of a Massachusetts corporation organized under General Laws, Chapter 156B.

††Specify the officer having power and duties corresponding to the Clerk or Assistant Clerk of such a Massachusetts corporation.

THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF CONSOLIDATION/MERGER

(General Laws, Chapter 156B, Section 79)

I hereby approve the within articles of consolidation/merger and, the filing fee in the amount of \$..... having been paid, said articles are deemed to have been filed with me this ..... day of ....., 19.....

Effective Date

MICHAEL JOSEPH CONNOLLY  
*Secretary of State*

TO BE FILLED IN BY CORPORATION  
Photo Copy of Articles of Merger To Be Sent

TO: Patty McNally  
CSC Consulting Group  
..... Five Cambridge Center  
..... Cambridge, MA 02142  
.....

Telephone 617-499-1803 .....

Copy Mailed

TRADEMARK  
REEL: 1802 FRAME: 0285


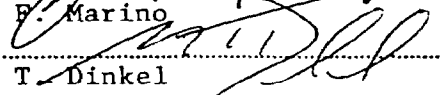
5. (This paragraph 5 may be deleted if the ~~resulting~~ surviving\* corporation is organized under the laws of Massachusetts) N/A

The resulting\* surviving\* corporation hereby agrees that it may be sued in the Commonwealth of Massachusetts for any prior obligation of any constituent foreign corporation qualified under General Laws, Chapter 181, and any obligations hereafter incurred by the resulting\* surviving\* corporation, including the obligation created by General Laws, Chapter 156B, Section 85, so long as any liability remains outstanding against the corporation in the Commonwealth of Massachusetts, and it hereby irrevocably appoints the Secretary of the Commonwealth as its agent to accept service of process in any action for the enforcement of any such obligation, including taxes, in the same manner as provided in Chapter 181.

\*Delete the inapplicable words.

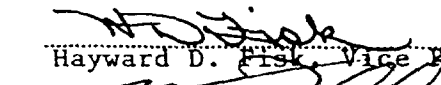
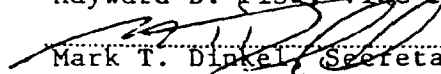
FOR MASSACHUSETTS CORPORATIONS

The undersigned ~~President\*~~ Vice President\* and Clerk\* ~~Assistant Clerk\*~~ of CSC Consulting, Inc. a corporation organized under the laws of Massachusetts further state under the penalties of perjury that the agreement of ~~consolidation\*~~ merger\* referred to in paragraph 1 has been duly executed on behalf of such corporation and duly approved in the manner required by General Laws, Chapter 156B, Section 79.

  
..... ~~xPresident\*~~ Vice President\*  
John F. Marino  
  
..... Clerk\* ~~Assistant Clerk\*~~  
Mark T. Dinkel

FOR CORPORATIONS ORGANIZED OTHER THAN IN MASSACHUSETTS

The undersigned Hayward D. Fisk † and Mark T. Dinkel †† of Cleveland Consulting Associates, Inc. a corporation organized under the laws of Ohio further state under the penalties of perjury that the agreement of ~~consolidation\*~~ merger\* referred to in paragraph 1, has been duly adopted by such corporation in the manner required by the laws of Ohio

  
..... †  
Hayward D. Fisk, Vice President  
  
..... ††  
Mark T. Dinkel, Secretary

\*Delete the inapplicable words.

†Specify the officer having powers and duties corresponding to those of the President or Vice President of a Massachusetts corporation organized under General Laws, Chapter 156B.

††Specify the officer having power and duties corresponding to the Clerk or Assistant Clerk of such a Massachusetts corporation.