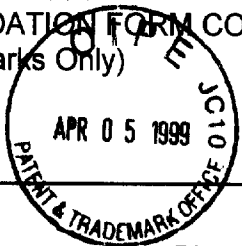


04-08-1999

Form PTO-1594
RECORDATION FORM COVER
(Trademarks Only)



Department of Commerce
Patents & Trademark Office



101005442

Attorney
Date: April 5, 1999

3292-8005

To the Assistant Commissioner of Trademarks:
Please record the attached original documents or copy thereof

4/5/99

1. Name of conveying party(ies)
Law Clerk Temporaries Inc.

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

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

2. Name and address of receiving party(ies):

Name: Staffwise Legal, Inc.
Street Address: 1150 Connecticut Avenue,
N.W., Suite 707
City: Washington State: DC Zip: 20036

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

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other

Execution Date: October 9, 1998

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

A. Trademark Application No.(s)

75/297,416

B. Trademark registration No.(s)

Additional numbers attached? Yes No

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

Name: Nikaido, Marmelstein, Murray & Oram LLP
Street Address: Metropolitan Square, 655 15th Street,
N.W., G Street Lobby - Suite 330
City: Washington, D.C. State: DC Zip: 20005

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41)..... \$ 40.00

Enclosed Check #19210
 Any additional fees are authorized to be charged to deposit account

8. Deposit account number:

14-1060

(Attach duplicate copy of this page if paying by deposit account)

04/07/1999 DNGUYEN 00000105 75297416

01 F:481

40.00 DP

DO NOT USE THIS SPACE

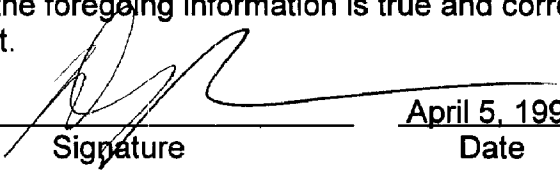
9. Statement and signature.

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.

Douglas H. Goldhush

Name of Person Signing

Reg. No. 33,125



Signature

April 5, 1999

Date

Total number of pages including cover sheet, attachments and document: 4

GOVERNMENT OF THE DISTRICT OF COLUMBIA
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS
BUSINESS REGULATION ADMINISTRATION



CERTIFICATE

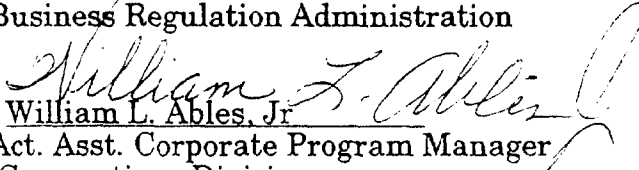
THIS IS TO CERTIFY that all applicable provisions of the DISTRICT
OF COLUMBIA BUSINESS CORPORATION ACT have been complied with and
accordingly, this CERTIFICATE of ***AMENDMENT*** is hereby issued to
LAW CLERK TEMPORARIES INC.

***Name Change To
STAFFWISE LEGAL, INC.***

as of ***October 9th, 1998*** .

Lloyd J. Jordan
Director

Patricia A. Montgomery
Administrator
Business Regulation Administration


William L. Ables, Jr.
Act. Asst. Corporate Program Manager
Corporations Division

Marion Barry, Jr.
Mayor

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
(After acceptance of subscription to shares)

TO: Department of Consumer and Regulatory Affairs
Corporation Division
Washington, D.C. 20001

Pursuant to the provisions of Title 29, Chapter 3 of the Code of Laws of the District of Columbia, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is Law Clerk Temporaries, Inc.

SECOND: The following Amendment to the Articles of Incorporation was advised by the directors and adopted by the shareholders of the corporation on October 1, 1998 in the manner prescribed by the Code of Laws of the District of Columbia:

The corporation shall change its name from Law Clerk Temporaries Inc. to StaffWise Legal, Inc.

THIRD: The amendment received an affirmative vote of the holders of at least 2/3rds of the outstanding shares entitled to vote.

FOURTH: The manner, if not set forth in such amendment, in which any exchange reclassification or cancellation of issued shares provided for amendment shall be effected is as follows:

No Change

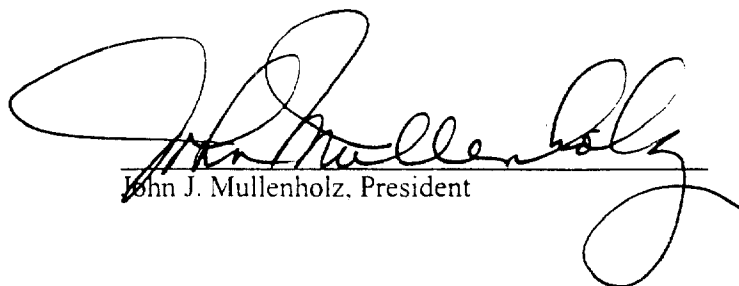
FIFTH: The manner in which such amendment effects a change in the amount of stated capital, or paid in surplus, or both, and the amount of stated capital and the amount of paid in surplus as changed by such amendment, are as follows:

None

October 9, 1998

Law Clerk Temporaries, Inc.
Corporate Name

(Corporate Seal)



John J. Mullenholz, President

Mail to:

DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS
BUSINESS REGULATIONS ADMINISTRATION
CORPORATE DIVISION
614 H Street, N.W.
WASHINGTON, D.C. 20001

\$100.00 FILING FEE
MAKE CHECK PAYABLE TO
D.C. TREASURER

RECORDED: 04/05/1999

FILE

OCT - 9 1998

WLP TRADEMARK

REEL: 1879 FRAME: 0593