

05/17/00

To the Honorable Commissioner of Patents :



original documents or copy thereof.

1. Name of conveying party(ies):

101376366

of receiving party(ies):

Kemper-Masterson, Inc.

Name: **KMI/PAREXEL, Inc.**

- individual(s)
- general partnership
- corporation - state
- association
- limited partnership
- other _____

Internal Address:

Street Address: **195 West Street**

City: **Waltham** State: **MA**

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

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OPR/FINANCE
2451

3. Nature of conveyance:

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

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

Execution Date: **April 15, 1998**

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designation must be a separate document from Assignment)
Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s) **75/392,464**

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

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

**Brian M. Dingman
Niels, Lemack & Dingman
176 East Main Street, Suite 8
Westboro, MA 01581**

6. Total number of applications and registrations involved: **1**

7. Total Fee (37 CFR 3.41): **\$40.00**

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: **04-1130**

06/07/2000 JSHABAZZ 00000159 75392464

DO NOT USE THIS SPACE

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(40.00 0)

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.

Brian M. Dingman

Name of person signing

Signature

5/15/00
Date

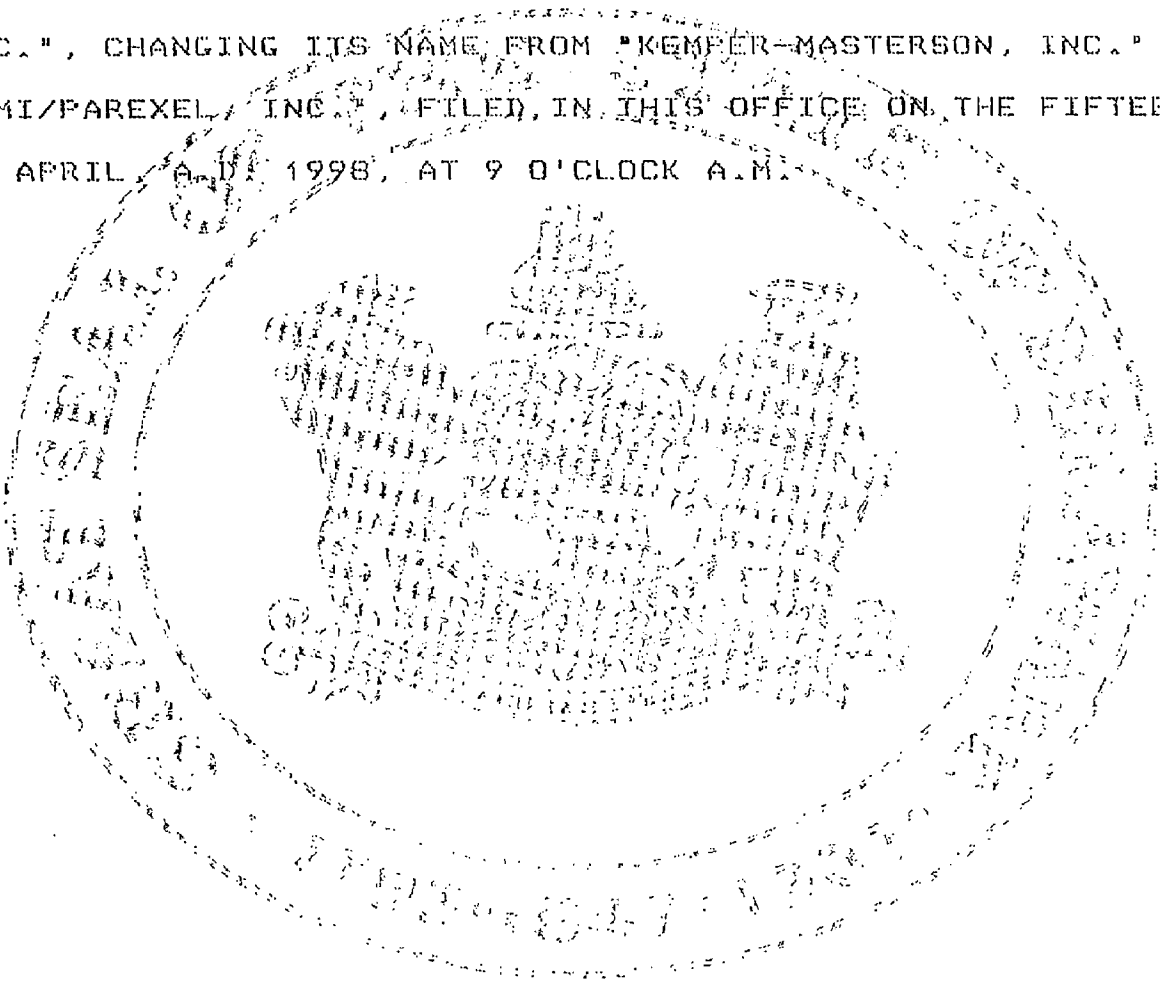
Attorney Docket No.: **KEMP/973/US**

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

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, 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 "KEMPER-MASTERSON, INC.", CHANGING ITS NAME FROM "KEMPER-MASTERSON, INC." TO "KMI/PAREXEL, INC.", FILED, IN THIS OFFICE ON THE FIFTEENTH DAY OF APRIL, A.D. 1998, AT 9 O'CLOCK A.M.



Edward J. Freel
Edward J. Freel, Secretary of State



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AUTHENTICATION: 9029615
DATE: 04-16-98

CERTIFICATE OF AMENDMENT NO. 4
OF
CERTIFICATE OF INCORPORATION
OF
KEMPER-MASTERTSON, INC.

Kemper-Mastertson, Inc., a corporation duly organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of the Corporation, by unanimous written consent dated April 6, 1998, in accordance with the provisions of Section 141(f) of the General Corporation Law of the State of Delaware, duly adopted a resolution setting forth a proposed amendment to the Certificate of Incorporation of the Corporation. The resolution setting forth the proposed amendment is as follows:

RESOLVED: That the Board of Directors of the Corporation propose and declare it advisable and in the best interests of the Corporation that Article 1 of its Certificate of Incorporation be amended so that it read in its entirety as follows (the "Charter Amendment"):

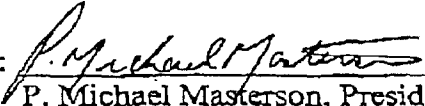
"The name of the corporation is: KMVPAREXEL, Inc."

SECOND: That the sole stockholder of the Corporation duly adopted such resolution by unanimous written consent in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

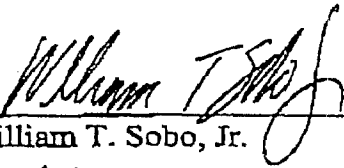
THIRD: That said amendment was adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be signed by
P. Michael Masterson, President, and attested to by William T. Sobo, Jr., Secretary, as of this
15th day of April, 1998.

KEMPER-MASTERSON, INC.

By: 
P. Michael Masterson, President

ATTEST:


William T. Sobo, Jr.
Secretary