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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office



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MRD 6-8-00

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Flexible Personnel, Inc.

Individual Association
 General Partnership Limited Partnership
 Corporation-State Delaware Other -

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other -

Execution Date: June 16, 1998

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

Name: Staffmark, Inc. - Indiana

Internal Address:

Street Address: 234 East Mills Road

City: Fayetteville State: AR Zip: 72703 Country: USA

Individual(s) Citizenship: U.S.A.
 Association:
 General Partnership:
 Limited Partnership:
 Corporation-State Delaware
 Other:

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No, the designation of domestic representative has been made with the Power of Attorney which has been filed with the Patent and Trademark Office.

(Designations must be a separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

SEP 8

4. Application number(s) or registration number(s):
If this document is being filed together with a new application, the execution date of the application is:

A. Trademark Application No.(s)

B. Trademark registration No.(s)
1,733,503 for the mark FLEXIBLE PERSONNEL registered November 17, 1992

Additional numbers attached? Yes No

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

Name: Elisabeth A. Evert
Internal Address: Sidley & Austin
Street Address: 717 North Harwood St., Suite 3400
City: Dallas State: TX ZIP: 75201

6. Total number of applications and registrations involved: 1

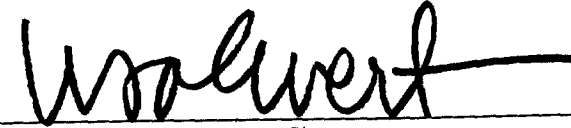
7. Total fee (37 CFR 3.41).....\$40.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: 18-1260
(Attach duplicate copy of this page if paying by deposit account)

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.



Elisabeth A. Evert September 26, 2000
Name of Person Signing Signature Date

Total number of pages comprising cover sheet 5

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks

TRADEMARK
REEL: 002181 FRAME: 0268

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 "FLEXIBLE PERSONNEL, INC.", CHANGING ITS NAME FROM "FLEXIBLE PERSONNEL, INC." TO "STAFFMARK, INC. - INDIANA", FILED IN THIS OFFICE ON THE SEVENTEENTH DAY OF JUNE, A.D. 1998, AT 10 O'CLOCK A.M.

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



A handwritten signature in cursive script, reading "Edward J. Freel", is written over a horizontal line.

Edward J. Freel, Secretary of State

2707754 8100

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AUTHENTICATION:

9144840

DATE:

06-17-98

TRADEMARK
REEL: 002181 FRAME: 0269

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF CORPORATION

Flexible Personnel, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That at a meeting of the Board of Directors of Flexible Personnel, Inc. resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Certificate of Incorporation of this corporation be amended by changing the Article thereof numbered "One" so that, as amended said Article shall be read as follows:

ARTICLE ONE

The name of the Corporation is StaffMark, Inc. - Indiana.

SECOND: That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of said corporation was duly called and held, upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of this amendment.

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

IN WITNESS WHEREOF, said Corporation has caused this certificate to be signed by
Gordon Y. Allison, its authorized officer, this 16th day of June, 1998.

By: Gordon Y Allison
Gordon Y. Allison, Vice President