

04-05-1999

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Docket No.:



101001582

Tab settings

To the Honorable Commissioner of Patents and Trademarks, please return the attached original documents or copy thereof.

1. Name of conveying party(ies):

Friedman, Billings, Ramsey Group, Inc., a Delaware corporation and Friedman, Billings, Ramsey Group, Inc., a Virginia corporation merged into FBR Group, Inc., a Virginia corporation

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

Additional names(s) of conveying party(ies) Yes No

3. Nature of conveyance:

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

Execution Date: December 16, 1997

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

Name: Friedman, Billings, Ramsey Group, Inc.

Internal Address: Potomac Tower

Street Address: 1001 Nineteenth Street North

City: Arlington State: VA ZIP: 22209

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes N

(Designations must be a separate document from

Additional name(s) & address(es) Yes N

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,158,759
2,158,760
2,158,762

Additional numbers attached? Yes No

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

Name: Mary Dalton Baril, Esq.

Internal Address: McGuire, Woods, Battle & Boothe LLP

Street Address: One James Center

901 East Cary Street

City: Richmond State: VA ZIP: 23219-4030

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

3

7. Total fee (37 CFR 3.41):.....\$ \$90.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

04/02/1999 JSHABAZZ 00000184 2158759

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01 FC:481 40.00 OP
02 FC:482 50.00 OP

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.

Mary Dalton Baril

Name of Person Signing

Mary Baril

Signature

3-26, 1999

Date

Total number of pages including cover sheet, attachments, and

4

TRADEMARK

REEL: 1877 FRAME: 0051

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1. Name of Conveying Parties Continued

FBR Group, Inc., a Virginia corporation, changed its name to Friedman, Billings,
Ramsey Group, Inc., a Virginia corporation

Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

ON DECEMBER 16, 1997, BY CERTIFICATE OF MERGER, FRIEDMAN, BILLINGS, RAMSEY GROUP, INC. (A DELAWARE CORPORATION) AND FRIEDMAN, BILLINGS, RAMSEY GROUP, INC. (A VIRGINIA CORPORATION) WERE MERGED INTO FBR GROUP, INC. (A VIRGINIA CORPORATION ("NEW FBR") WHICH CHANGED ITS NAME TO FRIEDMAN, BILLINGS, RAMSEY GROUP, INC. AND THE SURVIVING CORPORATION UNDER THE NAME OF FBR GROUP, INC. SUCCEEDED TO THE OWNERSHIP OF THE PROPERTY OF FRIEDMAN, BILLINGS, RAMSEY GROUP, INC. AND FRIEDMAN, BILLINGS, RAMSEY GROUP, INC.

Nothing more is hereby certified.



Signed and Sealed at Richmond
March 19, 1999
on this Date:

Joel H. Peck

Clerk of the Commission

ARTICLES OF MERGER

Merging

Friedman, Billings, Ramsey Group, Inc.,
a Delaware Corporation *den*

and

Friedman, Billings, Ramsey Group, Inc.,
a Virginia Corporation *den*

with and into

FBR Group, Inc.,
a Virginia Corporation *den*

Article 1

Section 1.1. Plan of Merger. A true copy of the Agreement and Plan of Merger (hereinafter called the "Plan") is attached as Appendix 1 and made a part of this instrument. The Plan constitutes a plan of merger within the meaning of the Virginia Stock Corporation Act.

Section 1.2. Constituent Corporations. As more fully set forth in the Plan, Friedman, Billings, Ramsey Group, Inc., a Delaware corporation ("Old Delaware Group") and Friedman, Billings, Ramsey Group, Inc., a Virginia corporation ("Old Virginia Group") are hereby merged (the "Merger") with and into FBR Group, Inc., a Virginia corporation ("New FBR"). In the Merger, as more fully set forth in the Plan, New FBR shall be the surviving corporation. As a result of the Merger the name of New FBR is changed to Friedman, Billings, Ramsey Group, Inc. The Merger is permitted by the laws of the State of Delaware, the jurisdiction of incorporation of Old Delaware Group.

Article 2

Section 3.1. Approval by New FBR. The Plan was approved by the unanimous consent of the sole shareholder of New FBR.

Section 3.2. Approval by Old Delaware Group. The Plan was approved by the unanimous consent of the shareholders of Old Delaware Group.