

10-31-2000



101499655

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

9.20.00

TO: 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
Effective Date
Month Day Year
- Merger
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year

Formerly

2306710

- 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/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

- 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

10/30/2000 MTHAI1 00000203 200866 2306710

FOR OFFICE USE ONLY

01 FC:481 40.00 CH
02 FC:482 650.00 CH

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

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="2,306,710"/>	<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.

Paula K. Upson

9/18/00

Name of Person Signing

Signature

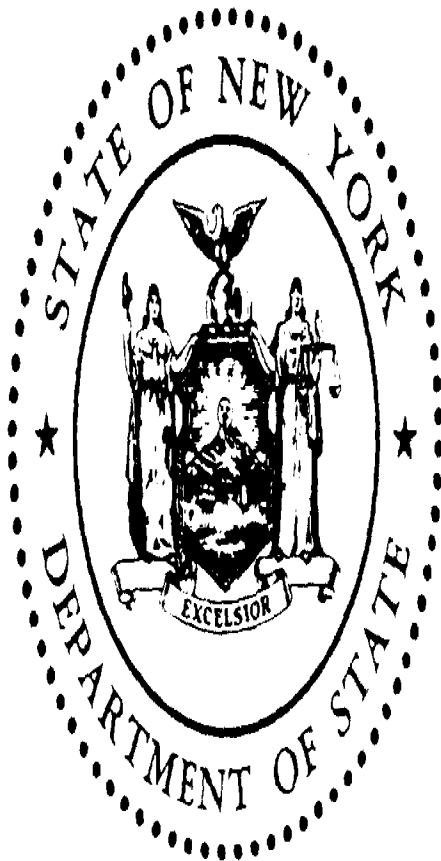
Date Signed

Trademark	Status	ApplNumber	RegNumber	Owner
ADVISOR ON THE WEB	Registered	75518519	2306710	ME Licensing Corporation
CHECKPOINT	Registered	75345654	2214203	ME Licensing Corporation
ESTATE PLANNING ADVISOR	Registered	75071162	2124830	ME Licensing Corporation
ESTATE PLANNING SYSTEM	Pending	75808786		ME Licensing Corporation
ESTATE PLANNING SYSTEM (& design)	Registered	75149644	2150209	ME Licensing Corporation
HR IT WIRE	Registered	75603711	2348319	ME Licensing Corporation
HR WIRE	Registered	75324724	2261486	ME Licensing Corporation
HUMAN RESOURCES IT WIRE	Allowed	75557610		ME Licensing Corporation
NEW POSSIBILITIES, INFORMATION, SOLUTIONS, ONPOINT SYSTEM (Stylized)	Allowed	75624304		ME Licensing Corporation
ONPOINT SYSTEM (Stylized)	Registered	74390997	1855562	ME Licensing Corporation
PAYROLL COMPLIANCE PRO ON CHECKPOINT	Pending	76093322		ME Licensing Corporation
PENSION & BENEFITS ADVISOR	Registered	75066226	2068137	ME Licensing Corporation
PENSION & BENEFITS EXPERT	Registered	74453463	1884686	ME Licensing Corporation
PENSION & BENEFITS EXPERT (& design)	Registered	74452669	1921570	ME Licensing Corporation
RESEARCH INSTITUTE RECOMMENDATIONS	Registered	73350349	1243585	ME Licensing Corporation
RESEARCH INSTITUTE REPORT	Registered	73350352	1243586	ME Licensing Corporation
RIA	Registered	73805271	1578986	ME Licensing Corporation
RIA (& design)	Registered	74274565	1765837	ME Licensing Corporation
RIA (& design)	Registered	73247032	1186667	ME Licensing Corporation
RIA (& design)	Registered	74274553	1769833	ME Licensing Corporation
RIA TAX ALERTS	Pending	75784095		ME Licensing Corporation
TAX DESK	Registered	74611155	2000687	ME Licensing Corporation
TAX DESK (& design)	Registered	74623931	1983620	ME Licensing Corporation
TCF	Pending	75681624		ME Licensing Corporation
TCF	Pending	75767719		ME Licensing Corporation
THE RESEARCH INSTITUTE OF AMERICA, INC. RIA	Registered	73247031	1186666	ME Licensing Corporation
THOMSON CORPORATE FINANCE	Pending	75681611		ME Licensing Corporation

State of New York }
Department of State } ^{ss:}

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on **SEP 08 2000**



A handwritten signature in black ink, appearing to read "J. Clark", with a long horizontal flourish extending to the right.

Special Deputy Secretary of State

F4012275825347

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Certificate of Merger

of

WARREN, GORHAM & LAMONT, INC.

and

THE RESEARCH INSTITUTE OF AMERICA, INC.

into

THE RESEARCH INSTITUTE OF AMERICA, INC.

(Under Section 904 of the Business Corporation Law)

It is hereby certified, upon behalf of each of the constituent corporations herein named, as follows:

FIRST: The Board of Directors of each of the constituent corporations has duly adopted a plan of merger setting forth the terms and conditions of the merger of said corporations.

SECOND: The name of the domestic constituent corporation, which is to be the surviving corporation, and which is hereinafter sometimes referred to as the "surviving constituent corporation", is The Research Institute of America, Inc. and the name under which it was formed is TRIA, Inc. The date upon which its certificate of incorporation was filed by the Department of State is December 15, 1986.

THIRD: The name of the foreign constituent corporation, which is being merged into the surviving constituent corporation, and which is hereinafter sometimes referred to as the "merged constituent corporation", is Warren, Gorham & Lamont, Inc. and the name under which it was formed is ITO(WG&L) Inc. The jurisdiction of its incorporation is Delaware; and the date of its incorporation therein is March 24, 1980.

The laws of the jurisdiction of incorporation of the merged constituent corporation permit a merger of the kind certified herein. The Application for Authority in the State of New York of the merged constituent corporation to

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Common 1,000 Yes Yes

FIFTH: The merger herein certified was authorized in respect of the surviving constituent corporation by the written consent of the holder of all outstanding shares of the corporation entitled to vote on the plan of merger.

SIXTH: The merger herein certified was authorized in respect of the merged constituent corporation by the written consent of the holder of all outstanding shares of the corporation entitled to vote on the plan of merger.

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TRADEMARK

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Certificate of Merger

of

WARREN, GORHAM & LAMONT, INC.

and

THE RESEARCH INSTITUTE OF AMERICA, INC.

into

THE RESEARCH INSTITUTE OF AMERICA, INC.

(Under Section 904 of the Business Corporation Law)

It is hereby certified, upon behalf of each of the constituent corporations herein named, as follows:

FIRST: The Board of Directors of each of the constituent corporations has duly adopted a plan of merger setting forth the terms and conditions of the merger of said corporations.

SECOND: The name of the domestic constituent corporation, which is to be the surviving corporation, and which is hereinafter sometimes referred to as the "surviving constituent corporation", is The Research Institute of America, Inc. and the name under which it was formed is TRIA, Inc. The date upon which its certificate of incorporation was filed by the Department of State is December 15, 1986.

THIRD: The name of the foreign constituent corporation, which is being merged into the surviving constituent corporation, and which is hereinafter sometimes referred to as the "merged constituent corporation", is Warren, Gorham & Lamont, Inc. and the name under which it was formed is ITO(WG&L) Inc. The jurisdiction of its incorporation is Delaware; and the date of its incorporation therein is March 24, 1980.

The laws of the jurisdiction of incorporation of the merged constituent corporation permit a merger of the kind certified herein. The Application for Authority in the State of New York of the merged constituent corporation to

transact business as a foreign corporation therein was filed by the Department of State of the State of New York on JULY 10, 1980

FOURTH: As to each constituent corporation, the plan of merger sets forth the designation and number of outstanding shares of each class and series, the specification of the classes and series entitled to vote on the plan of merger, and the specification of each class and series entitled to vote as a class on the plan of merger, as follows:

The Research Institute of America, Inc.

<u>Designation of each outstanding class and series of shares</u>	<u>Number of outstanding shares of each class</u>	<u>Designation of class and series entitled to vote</u>	<u>Classes and series entitled to vote as a class</u>
Comm5h	225	Yes	Yes

Warren, Gorham & Lamont, Inc.

<u>Designation of each outstanding class and series of shares</u>	<u>Number of outstanding shares of class</u>	<u>Designation of class and series entitled to vote</u>	<u>Classes and series entitled to vote as a class</u>
Common	1,000	Yes	Yes

FIFTH: The merger herein certified was authorized in respect of the surviving constituent corporation by the written consent of the holder of all outstanding shares of the corporation entitled to vote on the plan of merger.

SIXTH: The merger herein certified was authorized in respect of the merged constituent corporation by the written consent of the holder of all outstanding shares of the corporation entitled to vote on the plan of merger.

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SEVENTH: The following is a statement of any amendments or changes in the certificate of incorporation of the surviving corporation to be effected by the merger:

The certificate of incorporation of the surviving corporation shall be amended to change the name of the corporation. To accomplish said amendment, Article 1 of the certificate of incorporation of the corporation relating to the name of the corporation shall be stricken out in its entirety, and the following new Article 1 shall be substituted in lieu thereof:

"1. The name of the Corporation is Thomson Professional Publishing Inc."


EIGHTH: The effective date of the merger herein certified, insofar as the provisions of the New York Business Corporation Law govern such effective date, shall be the 28th day of December, 1990.

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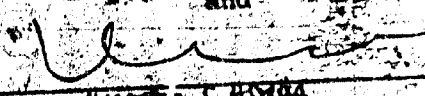
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IN WITNESS WHEREOF, we have subscribed this document on the date set forth below and do hereby affirm, under penalties of perjury, that the statements therein have been examined by us and are true and correct.

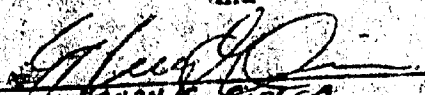
Dated as of: December 16, 1990


Name: Henry B. Cicca
Title: Vice Pres. of The Research Institute of America, Inc.


and


Name: Michael S. Hovig
Title: Vice Pres. of The Research Institute of America, Inc.

and


Name: Henry B. Cicca
Title: Vice Pres. of Warren, Gorham & Lamont, Inc.

and


Name: Michael S. Hovig
Title: Vice Pres. of Warren, Gorham & Lamont, Inc.

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PH

CERTIFICATE OF MERGER

OF

WARREN, GORHAM & LAMONT, INC.

AND

THE RESEARCH INSTITUTE OF AMERICA, INC.

INTO

THE RESEARCH INSTITUTE OF AMERICA, INC.

(Under Section 904 of the Business Corporation Law)

FILED

DEC 27 3 02 PM '90

RECEIVED

DEC 27 9 00 AM '90

NY off date
12/28/90

PAUL WEISS RIFKIND WHARTON &
GARRISON
1285 Ave of the Americas
New York, NY 10019

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED DEC 27 1990

TAX \$

BY: *[Signature]*

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BILLED

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[Handwritten signature]

RECEIVED
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