FORM PTO-1618A Expires 06/30/99 OMB 0651-0027

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FORM PTO- Expires 06/30/99 OMB 0651-0027	1618B	Page 2	U.S. Department of Commerce Patent and Trademark Office
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Correspond	lent Name and Addres	S Area Code and Telephone Number 203	3-969-8795
Name	Paula Upson		
Address (line 1)	The Thomson Corporat	ion	
Address (line 2)	The Metro Center		
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TRADEMARK REEL: 002164 FRAME: 0645

State of New York Department of State

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



Special Deputy Secretary of State

DOS-1266 (5/96)

REEL: 002164 FRAME: 0646

ATBOC15[3 F-4012015047 . Certificate of Merger of WARREN, GORHAN & LAMOUT, INC.

and

THE RESEARCH INSTITUTE OF WERICA, 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:

constituent corporations has duly adopted a plan of merger corporations.

SECOND: The name of the demostic constituent corporation, which is to be the surviving corporation, and which is hereinafter sometimes referred to as the "surviving constituent corporation", is The Research Enstitute 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 marged into the surviving constituent corporation, and which is hereinafter sometimes referred to as the "marged 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 Delawars, and the date of its incorporation therein is March 24, 1980.

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

8888

Common

1,000

FIFTH: The merger herein mertified 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 pritten consent of the holder of all outstanding shares of the corporation entitled to vote on the plan of merger.

TRADEMARK

REEL: 002164 FRAME: 06

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Certificate of Merger

of

WARREN, GORHAM & HAMOUT, INC.

and

THE RESEARCH INSTITUTE OF WERICA, INC.

into

THE RESEARCH INSTITUTE OF MERICA, 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 setting forth the terms and conditions of the merger of said corporations.

SECOND: The name of the demestic constituent corporation, which is to be the surviving corporation, and which is hereinafter sometimes refer at to as the "surviving constituent corporation", in The Research Enstitute 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 marged into the surviving constituent corporation, and which is hereignafter 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 parmit 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.

Designation of each outstanding class and series of shares

Number of shares of each class

Designation outstanding of class and series enti-Beries entitled to vote as a class

Classes and . tled to vote

Common,

225

Yes

Warren, Gorham & Lamont, Inc.

Designation of each outstanding class and series of shares

Number of shares of class

Number or Designation Classes and outstanding of class and series entiseries entitled to vote as a class

tlad to vote

Common

1,000

Yes

PIFTH: The merger hereingertified 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.

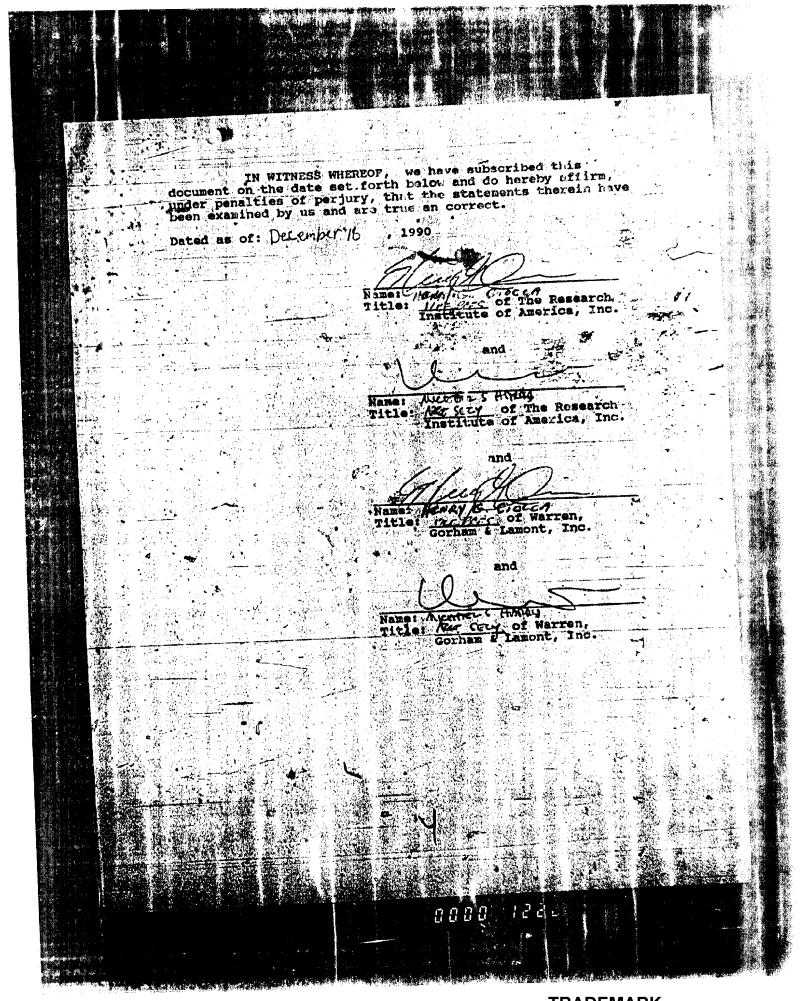
in respect of the merged constituent corporation by the pritten consens of the holder of all outstanding shares of Hon entitled to vote on the plan of merger.

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 corporation 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: 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.



TRADEMARK REEL: 002164 FRAME: 0651

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RTIFICATE OF MERGER

WARREN, GORHAM & LAMONT, INC.

THE RESEARCH INSTITUTE OF AMERICA, INC.

(Under Section 904 of the Business Corporation Law)

12/28/9D

PAUL WEISS RIFKIND WHARTON

GARRISON 1285 Ave of the Americas

STATE OF NEW YORK DEPARTMENT OF STATE

JED DEC 27.190

TAX \$

RECORDED: 09/20/2000