

08-02-2001



To the Honorable Commissioner of Patents and Trademark

py thereof.

1. Name of conveying party(ies): Bruskin/Goldring Resear

101796152

... party(ies):

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State of: New Jersey
 Other

Name: Audits & Surveys Worldwide, Inc.

Internal Address:
Street Address: 650 Avenue of the Americas
City: New York State: New York Zip: 10011

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

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

Execution Date: August 31, 1999

(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). B. Trademark Registration No(s). 1,915,310

Additional numbers attached? Yes No

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

Name: William R. Robinson, Esq.

Internal Address:
Street Address: P.O. Box 1018

City: Somerville State: New Jersey Zip: 08876-1018

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41):\$40
 Enclosed Authorized to be charged to deposit account
Please charge any additional applicable fees to the deposit account indicated in answer (8).

8. Deposit account number: 14-1263
(Attach duplicate copy of this page if paying by deposit account)

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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.

Shauna K. Sund
Name of Person Signing

Shauna K. Sund 7-25-2001
Signature Date

Total number of pages comprising cover sheet:

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

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

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project, (0651-0011), Washington, D.C. 20503.

TRADEMARK
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Office of the Secretary of State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"BRUSKIN/GOLDRING RESEARCH, INC.", A NEW JERSEY CORPORATION, WITH AND INTO "AUDITS & SURVEYS WORLDWIDE, INC." UNDER THE NAME OF "AUDITS & SURVEYS WORLDWIDE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF AUGUST, A.D. 1999, AT 9 O'CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1236037

DATE: 07-11-01

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TRADEMARK
REEL: 002338 FRAME: 0153

CERTIFICATE OF MERGER

OF

Bruskin/Goldring Research, Inc.

AND

Audits & Surveys Worldwide, Inc.

It is hereby certified that:

1. The constituent business corporations participating in the merger herein certified are:
 - (i) Bruskin/Goldring Research, Inc., which is incorporated under the laws of the State of New Jersey; and
 - (ii) Audits & Surveys Worldwide, Inc., which is incorporated under the laws of the State of Delaware.
2. An Agreement of Merger has been approved, adopted, certified, executed, and acknowledged by each of the aforesaid constituent corporations in accordance with the provisions of subsection (c) of section 252 of the General Corporation Law for the State of Delaware, to wit, by Bruskin/Goldring Research, Inc. in accordance with the laws of the State of its incorporation and by Audits & Surveys Worldwide, Inc. in the manner as is provided in Section 251 of the General Corporation Law of the State of Delaware.
3. The name of the surviving corporation in the merger herein certified is Audits & Surveys Worldwide, Inc., which will continue its existence as said surviving corporation under its present name upon the effective date of said merger pursuant to the provisions of the General Corporation Law of the State of Delaware.
4. The Certificate of Incorporation of Audits & Surveys Worldwide, Inc., as now in force and effect, shall continue to be the Certificate of Incorporation of said surviving corporation until amended and changed pursuant to the provisions of the General Corporation Law of the State of Delaware.
5. The executed Agreement of Merger between the aforesaid constituent corporations is on file at an office of the aforesaid surviving corporation, the address of which is as follows: 650 Avenue of the Americas, New York, N.Y. 10011.
6. A copy of aforesaid Agreement of Merger will be furnished by the aforesaid surviving corporation, on request, and without cost, to any stockholder of each of the aforesaid constituent corporations.

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