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1/14/02

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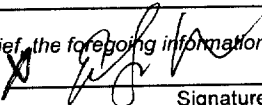
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OMB No. 0651-0011 (exp. 4/94)

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

1. Name of conveying party(ies): Via World Network L.L.C. <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation - Delaware <input checked="" type="checkbox"/> Other: <u>Delaware limited liability company</u> Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		2. Name and address of receiving party(ies): Name: Navitaire Inc. Internal Address: Street Address: Suite 1600, 901 Marquette Avenue City: Minneapolis State: MN ZIP: 55402 <input type="checkbox"/> Individual(s) citizenship <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation - Delaware <input type="checkbox"/> Other If assignee is not domiciled in the United States, a domestic representative designation is attached. <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
3. Nature of conveyance: <input type="checkbox"/> Assignment <input checked="" type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other Effective Date: April 13, 2001			
4. Application number(s) or trademark number(s): A. Trademark Application No(s). <u>75/255,807</u> (VIA MAKE YOUR OWN WAY IN THE WORLD & Globe Design)		B. Trademark No(s) 2,093,690 (VIA) 2,380,199 (VIA & Globe Design)	
5. Name and address of party to whom correspondence concerning document should be mailed: Name: Erika S. Koster, Esq. Firm: Oppenheimer Wolff & Donnelly LLP Internal Address: Suite 3300 - Plaza VII Street Address: 45 South Seventh Street City: Minneapolis State: MN ZIP: 55402 Our File No.: 20032/205, 206, 207		6. Total number of applications and registrations involved: 3 7. Total Fee (37 CFR 3.41) \$90.00 <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to Deposit Account <input checked="" type="checkbox"/> Authorized to charge any underpayment or credit any overpayment to Deposit Account.	
		8. Deposit account number: 50-1901 (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.
Erika S. Koster, Esq.  January 11, 2002
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: -2-

Mail documents to be recorded with required cover sheet information to:
U.S. Patent and Trademark Office, Office of Public Records, Crystal Gateway 4, Room 335
Washington, D.C. 20231

01/22/2002 AAHMED: 00000147 501901 75255807
 01 FC:481 40.00 CH
 02 FC:482 50.00 CH

TC2: 564285 v01 01/11/2002

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REEL: 002427 FRAME: 0546

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State of Delaware
Office of the Secretary of State PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE CERTIFICATE OF MERGER, WHICH MERGES:

"VIA WORLD NETWORK L.L.C.", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "NAVITAIRE INC." UNDER THE NAME OF "NAVITAIRE INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, WAS RECEIVED AND FILED IN THIS OFFICE THE TWELFTH DAY OF APRIL, A.D. 2001, AT 6:02 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION SHALL BE GOVERNED BY THE LAWS OF THE STATE OF DELAWARE.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTEENTH DAY OF APRIL, A.D. 2001, AT 12:02 O'CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1333071

DATE: 09-07-01

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