FORM PCT-1618A Expir_s 6/30/99 OMB 0651-0027

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TRADEMARK REEL: 002501 FRAME: 0305



The First 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:

"EQUISERVE LIMITED PARTNERSHIP", A DELAWARE LIMITED PARTNERSHIP,

WITH AND INTO "DST EQUISERVE, INC." UNDER THE NAME OF "EQUISERVE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SIXTH DAY OF DECEMBER, A.D. 2001, AT 3:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2001.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Warriet Smith Hindson

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1528748

TRADEMARK REEL: 002501 FRAME: 0306

RECORDED: 04/29/2002

STATE OF DELAWARE CERTIFICATE OF MERGER OF DOMESTIC LIMITED PARTNERSHIP INTO A DOMESTIC CORPORATION

Pursuant to Title 8, Section 263 of the Delaware General Corporation Law and Title 6, Section 17-211 of the Delaware Limited Partnership Act, the undersigned surviving corporation submits the following Certificate of Merger for filing and certifies that:

FIRST: The name and jurisdiction of incorporation or organization of the constituent entities are: DST EquiServe, Inc., a Delaware corporation, and EquiServe Limited Partnership, a Delaware limited partnership.

SECOND: An Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the entities which is to merge.

THIRD: The name of the surviving corporation is: DST EquiServe, Inc.

FOURTH: The Certificate of Incorporation of DST EquiServe, Inc., shall be the Certificate of Incorporation of the surviving corporation; however, an amendment of that Certificate of Incorporation shall be effectuated by the merger, changing the name of the surviving corporation from DST EquiServe, Inc. to EquiServe, Inc.

FIFTH: The merger shall become effective as of the close of business December 31, 2001.

SIXTH: The Agreement of Merger is on file at the place of business of the surviving corporation which is located at: 150 Royall Street, Canton, Massachusetts, 02021.

SEVENTH: A copy of the Agreement of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation or partner of any constituent limited partnership.

IN WITNESS WHEREOF, Said DST EquiServe, Inc., has caused this Certificate of Merger to be signed by Kenneth V. Hager, an authorized officer, this 20th day of December, 2001.

DST EquiServe, Inc.

By: Kenneth V. Hager

Secretary

TRADEMARK REEL: 002501 FRAME: 0307