

08-29-2002

FORM PTO-1594  
1-31-92



U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

102205002

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

1. Name of conveying party(ies):

EBS ACQUISITION CORP.  
One Mellon Center  
Pittsburgh, PA 15258

8.21.02

- Individual(s)
- General Partnership
- Corporation-State of Pennsylvania
- Other
- Association
- Limited Partnership

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

2. Name and address of receiving party(ies):

Name: Mellon HR Solutions LLC

Street Address: 1935 One Mellon Center

City: Pittsburgh State: Pennsylvania ZIP: 15238

OFFICE OF PATENT & TRADEMARKS  
RECEIVED  
AUG 29 10 00 AM '02  
FINANCE SECTION

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: July 1, 2002

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation
- Other - Limited Liability Company

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

(Designations must be a separate document from Assignment)  
Additional name(s) and address(es) attached?  Yes  No

4. Application number(s) or registration number(s):

- |                                 |                                  |
|---------------------------------|----------------------------------|
| A. Trademark Application No.(s) | B. Trademark Registration No.(s) |
| 75/919,147                      | 75/919,125                       |
| <del>76/056,421</del>           | 76/055,103                       |
| 76/090,836                      | 76/090,837                       |
| 76/090,838                      | 76/120,030                       |
| 76/120,031                      |                                  |

Additional numbers attached?  Yes  No

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

Name: David W. Opderbeck, Esq.  
Internal Address: McCarter & English, LLP  
4 Gateway Center

Street Address: 100 Mulberry Street

City: Newark State: New Jersey ZIP: 07101

6. Total number of applications and registrations involved: {9}

7. Total Fee (37 CFR 3.41): \$240.00

- Enclosed
- Authorized to be charged to deposit account

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

501402

DO NOT USE THIS SPACE

9. Statement and Signature.

To the best of your knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

David W. Opderbeck  
Name of Person Signing

Signature

August 22, 2002  
Date

08/28/2002 LMUELLER 00000212 501402 75919147

Total number of pages comprising cover sheet: [ 6 ]

01 FC:481 40.00 CH  
02 FC:482 200.00 CH

NWK2: 965244.01

TRADEMARK  
REEL: 002571 FRAME: 0167

2002068-151

PENNSYLVANIA DEPARTMENT OF STATE  
CORPORATION BUREAU

Entity Number  
3054924

Certificate of Merger or Consolidation  
Limited Liability Company  
(15 Pa. C.S. § 8958)

Name  
Reed Smith LLP  
Address  
City State Zip Code

Document will be returned to the name and address you enter to the left.

Filed with the Department of State on JUL 01 2002

*C. Michael Stutz*  
Secretary of the Commonwealth

In compliance with the requirements of 15 Pa.C.S. § 8958 (relating to certificate of merger or consolidation), the undersigned limited liability company(s), desiring to effect a merger or consolidation, hereby states that:

1. The name of the limited liability company surviving the merger is: Mellon HR Solutions LLC

2. (Check and complete one of the following):

The surviving limited liability company is a domestic limited liability company and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) Number and Street City State Zip County

(b) Name of Commercial Registered Office Provider County

c/o CT Corporation System Allegheny

The surviving limited liability company is a qualified foreign limited liability company formed under the laws of \_\_\_\_\_ and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) Number and Street City State Zip County

(b) Name of Commercial Registered Office Provider County

c/o

PA DEPT OF STATE

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The surviving limited liability company is a nonqualified foreign limited liability company formed under the laws of \_\_\_\_\_ and the address of its principal office under the laws of such domiciliary jurisdiction is:

Number and Street	City	State	Zip
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3. The name and address of the current registered office in this Commonwealth or the name of its commercial registered office provider and the county of venue of each other domestic corporation which is a party to the plan of merger or consolidation are as follows:

Name	Address of Registered Office or Name of Commercial Registered Office Provider	County
EBS NewCo #1 Inc.	c/o CT Corporation System,	Allegheny County

4. (Check, and if appropriate complete, one of the following):

The plan of merger or consolidation shall be effective upon filing this Certificate of Merger in the Department of State.

The plan of merger shall be effective on July 1, 2002 at 12:01 p.m.

Date	Hour
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5. The manner in which the plan of merger or consolidation was adopted by each domestic limited liability company/domestic corporation is as follows:

Name of Limited Liability Company	Manner of adoption
Mellon HR Solutions LLC	Adopted by the members pursuant to 15 Pa.C.S. § 8957(g)
EBS NewCo #1 Inc.	Adopted by the directors and shareholder pursuant to 15 Pa.C.S. § 1924(a)

6. (Check, and if appropriate complete, one of the following):

The plan of merger or consolidation is set forth in full in Exhibit A attached hereto and made a part hereof.

Pursuant to 15 Pa.C.S. § 8958(b) (relating to omission of certain provisions of plan of merger or consolidation) the provisions, if any, of the plan of merger or consolidation that amend or constitute the operative Certificate of Organization of the surviving limited liability company as in effect subsequent to the effective date of the plan are set forth in full in Exhibit A attached hereto and made a part thereof. The full text of the plan of merger or consolidation is on file at the principal place of business of the surviving limited liability company, the address of which is:

Number and Street	City	State	Zip	County
1935 One Mellon Center	Pittsburgh	PA	15258	Allegheny

2002088-153

IN TESTIMONY WHEREOF, the undersigned limited liability company and the undersigned corporation have caused this Certificate of Merger or Consolidation to be signed by a duly authorized member or officer thereof this 1st day of July, 2002.

MELLON HR SOLUTIONS LLC

By [Signature]  
Title Vice President

EBS NEWCO #1 INC.

By \_\_\_\_\_  
Title \_\_\_\_\_

2002088-154

IN TESTIMONY WHEREOF, the undersigned limited liability company and the undersigned corporation have caused this Certificate of Merger or Consolidation to be signed by a duly authorized member or officer thereof this 15<sup>th</sup> day of July, 2002.

MELLON HR SOLUTIONS LLC

By \_\_\_\_\_  
Title \_\_\_\_\_

EBS NEWCO #1 INC.

By James M. Bradley  
Title Vice President