

Form PTO-1504
1-31-92

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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

1. Name of conveying party(ies):

RIGHT SOURCE, INC.

- Individual(s)
- General Partnership
- Corporation-State
- Other

- Association
- Limited Partnership
- South Carolina

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

3. Nature of conveyance:

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

Execution Date: September 25, 1998

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

Name: CARIBINER, INC.

Address: 16 West 61st Street

New York, New York 10023

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

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) & addresses attached?

Yes No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s).

2,258,464

Additional Numbers attached? Yes No

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

Name: Susan Upton Douglass

Internal Address: Fross Zelnick Lehrman & Zissu, P.C.

Street Address: 866 United Nations Plaza

City: New York State: NY Zip: 10017

Tel: (212)813-5900; Fax: (212)813-5901

6. Total number of applications and registration involved:.....1

7. Total fee (37 CFR 3.41) \$ 40.00

Authorized to be charged to deposit account
(Only if total fee is not sufficient)

8. Deposit account number:

23-0825; Docket No.: JHC -0103353

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.

Susan Upton Douglass
Name of Person Signing


Signature

November 30, 2004
Date

Total number of pages comprising cover sheet: _____

CH \$40.00 230825 2258464

FILED
 SECRETARY OF STATE
 OCT 01 1998 PM
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STATE OF SOUTH CAROLINA
 SECRETARY OF STATE
 ARTICLES OF MERGER
 OR SHARE EXCHANGE

CERTIFIED TO BE A TRUE AND CORRECT COPY
 AS TAKEN FROM AND COMPARED WITH THE
 ORIGINAL ON FILE IN THIS OFFICE.

FEB 12 2001

[Signature]
 SECRETARY OF STATE OF SOUTH CAROLINA

Pursuant to §33-11-105 of the 1976 South Carolina Code, as amended, the undersigned as the surviving corporation in a merger or the acquiring corporation in a share exchange, as the case may be, hereby submits the following information:

1. The name of the surviving or acquiring corporation is Caribiner, Inc.;
2. Attached hereto and made a part hereof is a copy of the Plan or Merger or Share Exchange (see §§33-11-101 (merger) 33-11-102 (share exchange), 33-11-104 (merger of subsidiary into parent) 33-11-107 (merger or share exchange with a foreign corporation), and 33-11-108 (merger of a parent corporation into one of its subsidiaries).
3. Complete the following information to the extent it is relevant with respect to each corporation which is a party to the transaction:

(a) Name of the corporation Right Source, Inc.
 Complete either (1) or (2), whichever is applicable:

- (1) Shareholder approval of the merger or stock exchange was not required (See §§33-11-103(h), 33-11-104(a), and 33-11-108(a).
- (2) The Plan of Merger or Share Exchange was duly approved by the shareholders of the corporation as follows:

Voting Group	Number of Outstanding Shares	Number of Votes Entitled to be Cast	Number of votes Represented at the meeting	Number of Undisputed* Shares Voted	
				For	Against

* NOTE Pursuant to the Section 33-11-105 (a)(3)(D), the corporate can alternatively state the total number of undisputed shares cast for the amendment by each voting group together with a statement that the number cast for the amendment by each voting group was sufficient for approval by that voting group.

(b) Name of the corporation: Caribiner, Inc.
 Complete either (1) or (2), whichever is applicable:

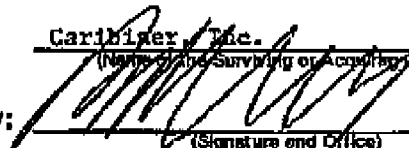
- (1) Shareholder approval of the merger or stock exchange was not required (See §§33-11-103(h), 33-11-104(a), and 33-11-108(a)).
- (2) The Plan of Merger or Share Exchange was duly approved by the shareholders of the corporation as follows:

Voting Group	Number of Outstanding Shares	Number of Votes Entitled to be Cast	Number of votes Represented at the meeting	Number of Undisputed* Shares Voted	
				For	Against

*NOTE: Pursuant to the Section 33-11-106 (e)(3)(i), the corporation can alternatively state the total number of undisputed shares cast for the amendment by each voting group together with a statement that the number cast for the amendment by each voting group was sufficient for approval by that voting group.

4. Unless a delayed date is specified, the effective date of this document shall be the date it is accepted for filing by the Secretary of State (See §§33-1-230(b)): _____

DATE: September 25, 1998

Caribiner, Inc.
(Name of the Surviving or Acquiring Corporation)
 By: 
(Signature and Office)
Raymond S. Ingleby, President
(Type or Print Name and Office)

FILING INSTRUCTIONS

- 1. Two copies of this form, the original and either a duplicate original or conformed copy, must be filed.
- 2. Filing Fee (payable to the Secretary of State at the time of filing of this document.)

Filing Fee	\$ 10.00
Filing Tax	100.00

3. TWO COPIES OF THE PLAN OF MERGER OR SHARE EXCHANGE MUST BE FILED WITH THIS FORM AS AN ATTACHMENT.

Form Approved by South Carolina
 Secretary of State 1/89

PLAN OF MERGER**BETWEEN**

RIGHT SOURCE, INC.
(a South Carolina corporation)

AND

CARIBINER, INC.
(a New York corporation)

Plan of Merger adopted by **RIGHT SOURCE, INC.**, a business corporation organized under the laws of the State of South Carolina, by resolution of its Board of Directors as of September 25, 1998 and adopted as of September 25, 1998 by **CARIBINER, INC.**, a business corporation organized under the laws of the State of New York, by resolution of its Board of Directors as of September 25, 1998. The names of the corporations planning to merge are **RIGHT SOURCE, INC.**, a business corporation organized under the laws of the State of South Carolina, and **CARIBINER, INC.**, a business corporation organized under the laws of the State of New York. The name of the surviving corporation into which **RIGHT SOURCE, INC.** plans to merge is **CARIBINER, INC.**

1. **RIGHT SOURCE, INC.** and **CARIBINER, INC.**, shall, pursuant to the provisions of the South Carolina Business Corporation Act of 1988 and the provisions of the laws of the jurisdiction of organization of **CARIBINER, INC.** be merged with and into a single corporation, to wit, **CARIBINER, INC.**, which shall be the surviving corporation at the effective time and date of the merger and which is sometimes hereinafter referred to as the "surviving corporation", and which shall continue to exist as said surviving corporation under its present name pursuant to the provisions of the laws of the jurisdiction of its organization. The separate existence of **RIGHT SOURCE, INC.**, which is sometimes hereinafter referred to as the "non-surviving corporation", shall cease at the effective time and date of the merger in accordance provisions of the South Carolina Business Corporation Act of 1988.

2. The certificate of incorporation of the surviving corporation at the effective time of the merger in the jurisdiction of its organization shall be the certificate of incorporation of said surviving corporation and said certificate of incorporation shall continue in full force and effect until amended and changed in the manner prescribed by the provisions of the laws of the jurisdiction of organization of the surviving corporation.

3. The by-laws of the surviving corporation at the effective time and date of the merger in the jurisdiction of its organization will be the by-laws of said surviving corporation and will continue in full force and effect until changed, altered, or amended as therein provided and in the manner prescribed by the provisions of the laws of the jurisdiction of its organization.

4. The directors and officers in office of the surviving corporation at the effective time of the merger in the jurisdiction of its organization shall be the members of the first Board of Directors and the first officers of the surviving corporation, all of whom shall hold their directorships and offices until the election and qualification of their respective successors or until their tenure is otherwise terminated in accordance with the by-laws of the surviving corporation.

5. Each issued share of the non-surviving corporation immediately prior to the effective time and date of the merger shall, at the effective time and date of the merger, be canceled. The issued shares of the surviving corporation shall not be converted or exchanged in any manner, but each said share which is issued as of the effective time and date of the merger shall continue to represent one issued share of the surviving corporation.

6. The Plan of Merger herein made and approved shall be submitted to the shareholders of the non-surviving corporation for their approval or rejection in the manner prescribed by the provisions of the South Carolina Business Corporation Act of 1988, and the merger of the non-surviving corporation with and into the surviving corporation shall be authorized in the manner prescribed by the laws of the jurisdiction of organization of the surviving corporation.

7. In the event that the Plan of Merger shall have been approved by the shareholders entitled to vote of the non-surviving corporation in the manner prescribed by the provisions of the South Carolina Business Corporation Act of 1988, and in the event that the merger of the non-surviving corporation with and into the surviving corporation shall have been duly authorized in compliance with the laws of the jurisdiction of organization of the surviving corporation, the non-surviving corporation and the surviving corporation hereby stipulate that they will cause to be executed and filed and/or recorded any document or documents prescribed by the laws of the State of South Carolina and of the State of Delaware and that they will cause to be performed all necessary acts therein and elsewhere to effectuate the merger.

8. The Board of Directors and the proper officer of the non-surviving corporation and of the surviving corporation, respectively, are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.

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