

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	09/22/2005		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
TMW Systems, Inc.		09/22/2005	CORPORATION: OHIO
RECEIVING PARTY DATA			
Name:	TMW Systems, Inc.		
Street Address:	21111 Chagrin Boulevard		
City:	Beachwood		
State/Country:	OHIO		
Postal Code:	44122		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 21			
Property Type	Number	Word Mark	
Serial Number:	78482698	CARRIER ALLIANCE NETWORK	
Registration Number:	2713061	ESTAT	
Serial Number:	78623748	LOADVIEW	
Serial Number:	78623772	LOADVIEW XT	
Serial Number:	78482674	NUMBERS SPEAK LOUDER THAN WORDS	
Serial Number:	78394729	RESULTS NOW BY TMW	
Serial Number:	78482709	SEE. MEET. LEARN.	
Serial Number:	78516268	TMW	
Serial Number:	78507773	THE DAWG	
Registration Number:	1930604	THE TRUCKING SYSTEM	
Serial Number:	76372603	TL2000	
Serial Number:	76977173	TL2000	
Serial Number:	76372604	TMW	

OP \$540.00 78482698

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TRADEMARK
REEL: 003164 FRAME: 0046

Registration Number:	2945769	TMW
Serial Number:	76372602	TMW
Serial Number:	76977141	TMW
Serial Number:	76977175	TMWSUITE
Serial Number:	76372933	TMWSUITE
Registration Number:	2912379	TOTALMAIL
Serial Number:	78550242	D2LINK
Serial Number:	78550258	SMARTANK

CORRESPONDENCE DATA

Fax Number: (704)444-1111

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 704 444 1000

Email: mpoveromo@alston.com

Correspondent Name: Brian M. Davis

Address Line 1: 101 South Tryon Street, Suite 4000

Address Line 2: Bank of America Plaza

Address Line 4: Charlotte, NORTH CAROLINA 28280-4000

NAME OF SUBMITTER:	Brian M. Davis
Signature:	/Brian M. Davis/
Date:	09/23/2005

Total Attachments: 3

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Delaware

PAGE 1

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:

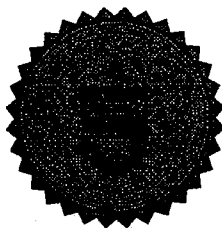
"TMW SYSTEMS, INC.", A OHIO CORPORATION,

WITH AND INTO "TMW SYSTEMS, INC." UNDER THE NAME OF "TMW SYSTEMS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SECOND DAY OF SEPTEMBER, A.D. 2005, AT 4:37 O'CLOCK P.M.

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

4028400 8100M

050778567



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4176144

DATE: 09-22-05

TRADEMARK
REEL: 003164 FRAME: 0048

**CERTIFICATE OF MERGER
OF
TMW SYSTEMS, INC.
WITH AND INTO
TMW SYSTEMS, INC.**

TMW Systems, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of Delaware (the "*Merger Corp*"), does hereby certify that:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

- (i) TMW Systems, Inc., which is incorporated under the laws of the State of Delaware; and
- (ii) TMW Systems, Inc., which is incorporated under the laws of the State of Ohio.

SECOND: That an Agreement and Plan of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 252 of the General Corporation Law of Delaware.

THIRD: That the name of the surviving corporation of the merger is TMW Systems, Inc., a Delaware corporation (the "*Surviving Corporation*").

FOURTH: The Certificate of Incorporation of the Surviving Corporation shall be the Certificate of Incorporation of the Surviving Corporation.

FIFTH: The authorized stock and par value of the non-Delaware corporation is 1,000 total shares of Common Stock without par value.

SIXTH: That the executed Agreement and Plan of Merger is on file at an office of the Surviving Corporation, the address of which is 21111 Chagrin Boulevard, Beachwood, OH 44122.

SEVENTH: That a copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation.

[Signature appears on following page]

IN WITNESS WHEREOF, TMW Systems, Inc., a Delaware corporation, has caused this Certificate of Merger to be executed by its authorized officer as of September 22, 2005.

TMW SYSTEMS, INC.
a Delaware corporation

By: Walker Simmons

Name: Walker Simmons

Title: President and Chief Executive Officer