

06-03-2005

6-1-05

RECORD  
TRADEMARK  
103014454



To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

Sallie Mae Servicing Corporation

- Individual(s)
- General Partnership
- Corporation - State: Delaware
- Other \_\_\_\_\_

Citizenship (see guidelines) \_\_\_\_\_

Additional names of conveying parties attached?  Yes  No

3. Nature of conveyance / Execution Date(s) :

Execution Date(s) See attache page #3

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

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached?  Yes  No

Name: Sallie Mae, Inc.

Internal Address: \_\_\_\_\_

Address: \_\_\_\_\_

Street Address: 12061 Bluemont Way

City: Reston

State: Virginia

Country: USA Zip: 20190

- Association
- General Partnership
- Limited Partnership
- Corporation
- Other \_\_\_\_\_

Citizenship Delaware  
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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s) \_\_\_\_\_

B. Trademark Registration No.(s) #2355390 "Transport \$S"

#2348128 "CLASS"

Additional sheet(s) attached?  Yes  No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

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

Name: Eric D. Reicin

Internal Address: \_\_\_\_\_

Street Address: 12061 Bluemont Way

City: Reston

State: Virginia Zip: 20190

Phone Number: 703-810-3000

Fax Number: 703-984-6500

Email Address: eric.d.reicin@slma.com

6. Total number of applications and registrations involved:

2

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 65.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers \_\_\_\_\_  
Expiration Date \_\_\_\_\_

b. Deposit Account Number 502407

Authorized User Name Lisa-Marie Bellovich

9. Signature:

Signature

May 27, 2005

Date

Eric D. Reicin

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 16

**Continuation of the Information in Item 1 & 3**

Conveying Parties / Citizenship/ Execution Dates / Nature of Conveyance

- 1) Sallie Mae Servicing Corporation(DE) / *Sallie Mae Servicing LP (DE)* / March 28, 2001 / **Name Change**
- 2) Sallie Mae Servicing LP (DE) / March 28, 2001 / **Limited Partnership**
- 3) Sallie Mae Servicing LP (DE) / *Sallie Mae Servicing L.P. (DE)* / April 17, 2001 / **Name Change**
- 4) Sallie Mae Servicing L.P. (DE) / *Sallie Mae Inc.(DE)* / Dec. 31, 2003 / **Merger**

11-30-2004

RECOR  
TR.



102891421...

To the Director of the U.S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):

Sallie Mae Servicing Corporation

- Individual(s)
- General Partnership
- Corporation-State
- Other 11-26-04

Citizenship (see guidelines) \_\_\_\_\_

Execution Date(s) \_\_\_\_\_

Additional names of conveying parties attached?  Yes  No

3. Nature of conveyance:

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

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached?  Yes  No

Name: Sallie Mae, Inc.

Internal

Address: \_\_\_\_\_

Street Address: 12061 Bluemont Way

City: Reston

State: Virginia

Country: USA Zip: 20190

- Association
- General Partnership
- Limited Partnership
- Corporation
- 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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

N/A

B. Trademark Registration No.(s)

#2355390 & #2348128 CLASS

Additional sheet(s) attached?  Yes  No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

N/A

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

Name: Eric D. Reicin

Internal Address: \_\_\_\_\_

Street Address: 12061 Bluemont Way

City: Reston

State: Virginia Zip: 20190

Phone Number: 703-810-3000

Fax Number: 703-984-6500

Email Address: eric.d.reicin@stma.com

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2

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 65.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers \_\_\_\_\_ Expiration Date \_\_\_\_\_

b. Deposit Account Number 502407

Authorized User Name Lisa-Marie Bellovic

9. Signature:

Signature

11/29/04

Date

Eric D. Reicin

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 10

11/29/2004 0000155-502407 40.00 DA 25.00 DA 01 FC:8521 02 FC:8522

Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "SALLIE MAE SERVICING CORPORATION" TO A DELAWARE LIMITED PARTNERSHIP, CHANGING ITS NAME FROM "SALLIE MAE SERVICING CORPORATION" TO "SALLIE MAE SERVICING LP", FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF MARCH, A.D. 2001, AT 4:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE THIRTY-FIRST DAY OF MARCH, A.D. 2001, AT 11:58 O'CLOCK P.M.

2370645 8100V

010154791



*Harriet Smith Windsor*

*Harriet Smith Windsor, Secretary of State*

AUTHENTICATION: 1055759

DATE: 03-30-01

TRADEMARK  
REEL: 003169 FRAME: 0186

**CERTIFICATE OF CONVERSION TO LIMITED PARTNERSHIP**  
**OF**  
**SALLIE MAE SERVICING CORPORATION**  
**TO**  
**SALLIE MAE SERVICING L.P.**

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**Pursuant to Section 266 of the General  
Corporation Law of the State of Delaware and  
Section 17-217 of the Delaware Revised Uniform Limited Partnership Act**

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This Certificate of Conversion to Limited Partnership, dated as of March 28, 2001, has been duly executed and is being filed by Sallie Mae Servicing Corporation, a Delaware corporation (the "Corporation"), and Sallie Mae, Inc., as general partner of Sallie Mae Servicing L.P., a Delaware limited partnership (the "Limited Partnership"), to convert the Corporation to the Limited Partnership under the General Corporation Law of the State of Delaware and the Delaware Revised Uniform Limited Partnership Act.

1. The Corporation was first incorporated in Delaware on January 19, 1994 under the name "Sallie Mae Servicing, Inc."
2. The Corporation's name immediately prior to the filing of this Certificate of Conversion to Limited Partnership was Sallie Mae Servicing Corporation.
3. The name of the Limited Partnership as set forth in its certificate of limited partnership and into which the Corporation shall be converted is Sallie Mae Servicing L.P.
4. The conversion of the Corporation to the Limited Partnership shall be effective at 11:58 p.m. Eastern Standard Time on March 31, 2001.
5. The conversion of the Corporation to the Limited Partnership has been approved in accordance with Section 266 of the General Corporation Law of the State of Delaware.

CW7DCLIB151132.3

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion to Limited Partnership as of the date set forth above.

SALLIE MAE SERVICING CORPORATION

By: Carol R. Rakatansky  
Name: Carol R. Rakatansky  
Title: Assistant Secretary

SALLIE MAE, INC.,  
as general partner of Sallie Mae Servicing L.P.

By: Carol R. Rakatansky  
Name: Carol R. Rakatansky  
Title: Assistant Secretary

*State of Delaware*  
*Office of the Secretary of State*      PAGE 2

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF LIMITED PARTNERSHIP OF "SALLIE MAE SERVICING LP" FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF MARCH, A.D. 2001, AT 4:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF LIMITED PARTNERSHIP IS THE THIRTY-FIRST DAY OF MARCH, A.D. 2001, AT 11:58 O'CLOCK P.M.



*Harriet Smith Windsor*  
*Harriet Smith Windsor, Secretary of State*

2370645 8100V

010154791

AUTHENTICATION: 1055759

DATE: 03-30-01

TRADEMARK

REEL: 003169 FRAME: 0189

**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
SALLIE MAE SERVICING LP**

The undersigned, in order to form a limited partnership under and pursuant to the provisions of the Delaware Revised Uniform Limited Partnership Act, hereby certifies as follows:

*First.* Name of Limited Partnership. The name of the limited partnership is Sallie Mae Servicing LP (the "Partnership").

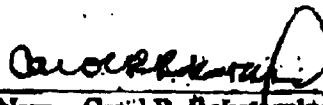
*Second.* Registered Office and Agent. The address of the Partnership's registered office in the State of Delaware is 1209 Orange Street, in the City of Wilmington, County of New Castle. The name of the Partnership's registered agent at such address is The Corporation Trust Company.

*Third.* General Partner. The name and mailing address of the sole general partner of the Partnership is Sallie Mae, Inc. at 11600 Sallie Mae Drive, Reston, VA 20193.

*Fourth.* Effective Date and Time. The effective date of this Certificate of Limited Partnership is March 31, 2001 at 11:58 p.m. Eastern Standard Time.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Limited Partnership this 28 day of March, 2001.

SALLIE MAE, INC.

  
Name: Carol R. Rakatinsky  
Title: Assistant Secretary





State of Delaware  
*Office of the Secretary of State*

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PAGE 1

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 AMENDMENT OF "SALLIE MAE SERVICING LP", CHANGING ITS NAME FROM "SALLIE MAE SERVICING LP" TO "SALLIE MAE SERVICING L.P.", FILED IN THIS OFFICE ON THE SEVENTEENTH DAY OF APRIL, A.D. 2001, AT 5:15 O'CLOCK P.M.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1085034

DATE: 04-18-01

2370645 8100

010185611

TRADEMARK  
REEL: 003169 FRAME: 0191

CERTIFICATE OF AMENDMENT  
TO THE  
CERTIFICATE OF LIMITED PARTNERSHIP  
OF


The undersigned, desiring to amend the Certificate of Limited Partnership of Sallie Mae Servicing LP pursuant to the provisions of Section 17-202 of the Revised Uniform Limited Partnership Act of the State of Delaware, does hereby certify as follows:

FIRST: The name of the Limited Partnership is Sallie Mae Servicing LP

SECOND: Article First of the Certificate of Limited Partnership shall be amended as follows:

First. Name of Limited Partnership. The name of the limited partnership is Sallie Mae Servicing L.P. (the "Partnership").

IN WITNESS WHEREOF, the undersigned executed this Amendment to the Certificate of Limited Partnership on this 17<sup>th</sup> day of April, 2001.

  
\_\_\_\_\_  
Carol R. Rakatansky, Assistant Secretary  
By Sallie Mae, Inc. General Partner

DE077 - CT System Error

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 05:15 PM 04/17/2001  
010185611 - 2370645

TOTAL P.02

TRADEMARK  
REEL: 003169 FRAME: 0192

# Delaware

PAGE 1

*The First State*

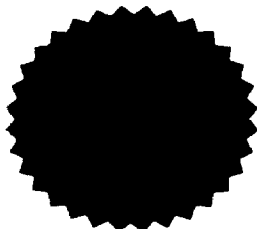
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"SALLIE MAE SERVICING L.P.", A DELAWARE LIMITED PARTNERSHIP, WITH AND INTO "SALLIE MAE, INC." UNDER THE NAME OF "SALLIE MAE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FOURTH DAY OF DECEMBER, A.D. 2003, AT 10:11 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2791248

DATE: 12-05-03

2651098 8100M

030782717

TRADEMARK  
REEL: 003169 FRAME: 0193

**CERTIFICATE OF MERGER  
OF  
SALLIE MAE SERVICING L.P.  
INTO  
SALLIE MAE, INC.**

(Under Section 17-211 of the Delaware Revised Uniform Limited Partnership Act and Section 263 of the General Corporation Law of the State of Delaware)

The undersigned corporation formed and existing under and by virtue of the General Corporation Law of the State of Delaware, 8 Del. C. §101, et seq. (the "DGCL").

**DOES HEREBY CERTIFY:**

**FIRST:** The name and jurisdiction of formation or organization of each of the constituent entities which is to merge are as follows:

<u>Name</u>	<u>Jurisdiction of Formation or Organization</u>
Sallie Mae Servicing L.P.	Delaware
Sallie Mae, Inc.	Delaware

**SECOND:** An Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent entities in accordance with Section 263(c) of the DGCL, Section 17-211 of the Delaware Revised Uniform Limited Partnership Act, 6 Del. C. § 17-101, et seq. and, with respect to Sallie Mae, Inc., Section 228 of the DGCL.

**THIRD:** The name of the surviving Delaware corporation is Sallie Mae, Inc.

**FOURTH:** The certificate of incorporation of Sallie Mae, Inc. shall be the certificate of incorporation of the surviving corporation:

**FOURTH:** The merger of Sallie Mae Servicing L.P. into Sallie Mae, Inc. shall be effective on December 31, 2003, at 11:59 o'clock p.m. eastern standard time.

**FIFTH:** The executed Agreement of Merger is on file at a place of business of the surviving Delaware corporation. The address of such place of business of the surviving Delaware corporation is 11600 Sallie Mae Drive, Reston, Virginia 20193.

**SIXTH:** A copy of the Agreement of Merger will be furnished by the surviving Delaware corporation, on request and without cost, to any partner of Sallie Mae Servicing L.P., and to any stockholder of or other person holding an interest in Sallie Mae, Inc.

RLF1-2648902-1

*State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 10:11 PM 12/04/2003  
FILED 10:11 PM 12/04/2003  
SRV 030779377 - 2651098 FILE*

**TRADEMARK  
REEL: 003169 FRAME: 0194**

IN WITNESS WHEREOF, Sallie Mae, Inc. has caused this certificate to be signed as of the 24<sup>th</sup> day of November, 2003.

SALLIE MAE, INC.

By: 

Name: Marianne Keler

Title: Executive Vice President and General Counsel

RLP1-3648962-1

TOTAL P.04