

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2003

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Sallie Mae Servicing L.P.		11/18/2005	LIMITED PARTNERSHIP: DELAWARE

RECEIVING PARTY DATA

Name:	Sallie Mae, Inc.
Street Address:	12061 Bluemont Way
City:	Reston
State/Country:	VIRGINIA
Postal Code:	20190
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2498941	USA GROUP

CORRESPONDENCE DATA

Fax Number: (703)984-6500
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 703-810-3000
 Email: eric.d.reicin@slma.com
 Correspondent Name: Eric D. Reicin
 Address Line 1: 12061 Bluemont Way
 Address Line 4: Reston, VIRGINIA 20190

NAME OF SUBMITTER:	Eric D. Reicin
Signature:	/eric.d.reicin/
Date:	11/18/2005

CH \$40.00 2498941

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 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.

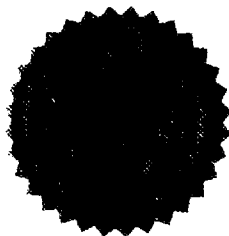
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2003.

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.

2651098 8100M

030782717



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2791248

DATE: 12-05-03

TRADEMARK
REEL: 003196 FRAME: 0645

**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, § 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, § 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.

RLF1-3648982-1

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: 003196 FRAME: 0646**

IN WITNESS WHEREOF, Sallie Mae, Inc. has caused this certificate to be signed as of the 21st day of November, 2003.

SALLIE MAE, INC.

By: 

Name: Marianne Keler

Title: Executive Vice President and General Counsel

RLP1-2648962-1

TOTAL P.04