

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/01/2006

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Global Risk Consultants Corp.		11/22/2005	CORPORATION: OHIO

**RECEIVING PARTY DATA**

Name:	Global Risk Consultants Corp.
Street Address:	100 Walnut Avenue
Internal Address:	5th Floor
City:	Clark
State/Country:	NEW JERSEY
Postal Code:	07066
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 1**

Property Type	Number	Word Mark
Registration Number:	2266096	GLOBAL RISK CONSULTANTS

**CORRESPONDENCE DATA**

Fax Number: (973)639-6204  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 973-596-4887  
 Email: IHammer@Gibbonslaw.com  
 Correspondent Name: Ira Hammer  
 Address Line 1: One Riverfront Plaza  
 Address Line 2: 15th Floor  
 Address Line 4: Newark, NEW JERSEY 07102

ATTORNEY DOCKET NUMBER:	53100
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NAME OF SUBMITTER:	Ira Hammer
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CH \$40.00 2266096

Signature:

/Ira Hammer/

Date:

01/13/2006

Total Attachments: 3

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# Delaware

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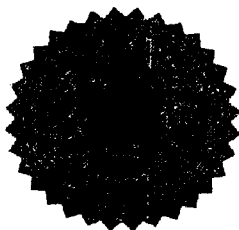
*The First State*

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:

"GLOBAL RISK CONSULTANTS CORP.", A OHIO CORPORATION, WITH AND INTO "GLOBAL RISK CONSULTANTS CORP." UNDER THE NAME OF "GLOBAL RISK CONSULTANTS CORP.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 2005, AT 1:56 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JANUARY, A.D. 2006.

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



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051066740

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

AUTHENTICATION: 4409047

DATE: 12-28-05

TRADEMARK  
REEL: 003227 FRAME: 0410

T-032 P 002/007 F-042  
State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 01:56 PM 12/28/2005  
FILED 01:56 PM 12/28/2005  
SRV 051066740 - 4084300 FILE

**CERTIFICATE OF MERGER**

**OF**

**GLOBAL RISK CONSULTANTS CORP.  
(An Ohio Corporation)**

**WITH AND INTO**

**GLOBAL RISK CONSULTANTS CORP.  
(A Delaware Corporation)**

It is hereby certified that:

1. The constituent business corporations participating in the merger herein certified are:

(a) Global Risk Consultants Corp. ("GRC Ohio"), which is incorporated under the laws of the State of Ohio; and

(b) Global Risk Consultants Corp. ("GRC Delaware"), which is incorporated under the laws of the State of Delaware.

2. An Agreement and Plan of Merger, together with any and all amendments, has been approved, adopted, certified, executed and acknowledged by each of the aforesaid constituent corporations in accordance with the provisions of subsection (c) of Section 252 of the General Corporation Law of the State of Delaware, to wit, by GRC Delaware in the same manner as is provided in Section 251 of the General Corporation Law of the State of Delaware and by GRC Ohio in accordance with the laws of the State of its incorporation.

3. The name of the surviving corporation in the merger herein certified is "Global Risk Consultants Corp.", which will continue its existence as said surviving corporation upon the effective date of said merger pursuant to the provisions of the laws of the State of Delaware.

4. The certificate of incorporation of GRC Delaware, shall be the certificate of incorporation of said surviving corporation.

5. The executed Agreement and Plan of Merger between the aforesaid constituent corporations and any and all amendments thereto, are on file at an office of the aforesaid surviving corporation, the address of which is as follows: 100 Walnut Avenue, 5<sup>th</sup> Floor, Clark, New Jersey 07066.

6. A copy of the aforesaid Agreement and Plan of Merger and any and all amendments will be furnished by the aforesaid corporation on request, and without cost, to any stockholder of each of the aforesaid constituent corporations.

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7. The authorized capital stock of GRC Ohio consists of 750 shares of common stock, no par value, of which 100 shares are issued and outstanding.

8. The Agreement and Plan of Merger between the aforesaid constituent corporations provides that the merger herein certified shall be effective on January 1, 2006.

**GLOBAL RISK CONSULTANTS CORP.,**  
an Ohio corporation



Name: William F. Ramonas  
Title: Chief Executive Officer

**GLOBAL RISK CONSULTANTS CORP.,**  
a Delaware corporation



Name: William F. Ramonas  
Title: Chief Executive Officer

Dated: December 22, 2005.

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