

10-11-2005

To the Honorable Commissioner of Patents and T

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original documents or copy thereof.

1. Name of conveying party(ies):

Management Adjustment Bureau Funding, Inc.

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation-Delaware
☐ Other _____

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

3. Nature of conveyance:

- ☐ Assignment ☒ Merger
☐ Security Agreement ☐ Change of Name
☐ Other _____

Execution Date: December 23, 1999

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

Name: NCO Holdings, Inc.

Internal Address: _____

Street Address: 507 Prudential RoadCity: Horsham State: PA ZIP: 19044

- ☐ Individual(s) citizenship _____
☐ Association _____
☐ General Partnership _____
☐ Limited Partnership _____
☒ Corporation-Delaware
☐ 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) and address(es) attached? ☐ Yes ☒ No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1,363,713Additional Numbers attached? ☐ Yes ☒ No

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

Name: David L. PrincipeHodgson Russ LLPInternal Address: Intellectual Property Law SectionStreet Address: One M&T Plaza, Suite 2000City: Buffalo State: NY ZIP: 14203-23916. Total number of applications and registrations involved: / 1 /7. Total fee (37 CFR 3.41)..... \$40.00

- ☒ Enclosed
☐ Authorized to be charged to deposit account

8. Deposit account number:

08-2442

(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.

David L. Principe

Name of Person Signing

Signature

September 29, 2005
 Date

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

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Mail documents to be recorded with required cover sheet information to:

Mail Stop Assignment Recordation Services, Director of the U.S. Patent and Trademark Office

P.O. Box 1450, Alexandria, VA 22313-1450

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, 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:

"ADVANTAGE FINANCIAL SERVICES FUNDING, INC.", A DELAWARE CORPORATION,

"CO-SOURCE FUNDING CORP.", A DELAWARE CORPORATION,

"CREDIT ACCEPTANCE FUNDING CORPORATION", A DELAWARE CORPORATION,

"GOODYEAR & ASSOCIATES FUNDING, INC.", A DELAWARE CORPORATION,

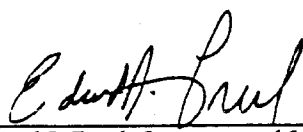
"MEDSOURCE FUNDING, INC.", A DELAWARE CORPORATION,

"MSC FUNDING, INC.", A DELAWARE CORPORATION,

WITH AND INTO "MANAGEMENT ADJUSTMENT BUREAU FUNDING, INC." UNDER THE NAME OF "NCO HOLDINGS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF DECEMBER, A.D. 1999, AT 9 O'CLOCK A.M.

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




Edward J. Freel, Secretary of State

2876556 8100M

AUTHENTICATION: 0173932

991567860

DATE: 12-30-99

TRADEMARK
REEL: 003232 FRAME: 0865

**CERTIFICATE OF MERGER
OF
MSC FUNDING, INC.
GOODYEAR & ASSOCIATES FUNDING, INC.
CREDIT ACCEPTANCE FUNDING CORPORATION
ADVANTAGE FINANCIAL SERVICES FUNDING, INC.
MEDSOURCE FUNDING, INC.
CO-SOURCE FUNDING CORP.
WITH AND INTO
MANAGEMENT ADJUSTMENT BUREAU FUNDING, INC.**

In compliance with the requirements of Section 251 of the General Corporation Law of the State of Delaware, as amended or supplemented from time to time, the undersigned corporations hereby certify that:

FIRST: That the names and states of incorporation of each of the constituent corporations of the merger are as follows:

<u>Name of corporation</u>	<u>State of incorporation</u>
MSC Funding, Inc.	Delaware
Goodyear & Associates Funding, Inc.	Delaware
Credit Acceptance Funding Corporation	Delaware
Advantage Financial Services Funding, Inc.	Delaware
Medsource Funding, Inc.	Delaware
Co-Source Funding Corp.	Delaware
Management Adjustment Bureau Funding, Inc.	Delaware

SECOND: An Agreement and Plan of Merger 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 251 of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation in the merger herein certified is Management Adjustment Bureau Funding, Inc. (hereinafter sometimes referred to as the "Surviving Corporation"). The name of the Surviving Corporation shall be amended in the merger to be "NCO Holdings, Inc."

FOURTH: That the Certificate of Incorporation of the Surviving Corporation shall be the same as its Certificate of Incorporation in effect immediately before the merger except that the article first of said Certificate of Incorporation is hereby amended to read as follows:

"FIRST: The name of the corporation is "NCO Holdings, Inc."


FIFTH: That the executed Agreement and Plan of Merger between the aforesaid constituent corporations is on file at an office of the aforesaid surviving corporation, the address of which is as follows: c/o Management Adjustment Bureau Funding, Inc., Attn: Peter Winington, 300 Delaware Avenue, Suite 1704, Wilmington, Delaware 19801.

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

SEVENTH: That this Certificate of Merger shall be effective as of date of filing.

IN WITNESS WHEREOF, the Surviving Corporation has caused this Certificate of Merger to be signed by a duly authorized officer as of the 23 day of December, 1999.

Management Adjustment Bureau Funding, Inc.

By: 
Michael J. Barrist, President