

Form PTO-1594
(rev 06/04)

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U. S. Department of Commerce
Patent and Trademark Office

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):

Knight Trading Group, Inc.
525 Washington Blvd.
Jersey City, NJ 07310

Individual(s) Association
 General Partnership Limited Partnership
 Corporation
 Other _____

Citizenship Delaware

Execution Date(s) May 11, 2005

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

2. Name and Address of receiving party(ies)

Additional name(s) & address(es) attached? Yes No

Name: Knight Capital Group, Inc.

Internal Address: _____

Street Address: 525 Washington Boulevard,
23rd Floor

City: Jersey City

State: NJ

Country: U.S. Zip: 07310

Association – Citizenship _____

General Partnership – Citizenship _____

Limited Partnership – Citizenship _____

Corporation – Citizenship Delaware

Other _____

Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached Yes No.

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Government Interest Assignment
 Other _____

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

A. Trademark Application No(s).

**78513550 78409617 78409621
78409627**

B. Trademark Registration No(s).

3024668 2567736 2550315

Additional numbers attached? Yes No

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

**Bruce J. Goldner
Skadden, Arps, Slate, Meagher & Flom LLP
Four Times Square
New York, NY 10036-6522**

Tel: (212) 735-2972

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Bgoldner@skadden.com

6. Total number of applications and registrations involved:

7

7. Total fee (37 CFR 1.21(h) and 3.41) \$190


All fees and any deficiencies are authorized to be charged to Deposit Account
(Our Ref. 028650/1)

8. Payment Information

Deposit Account No. 19-2385

Authorized user Name: **Stephanie Y. Grenald**

9. Signature.



Signature

April 3, 2006

Date

Bruce Goldner

Name of Person Signing

Total number of pages including cover sheet, and documents:

3

CH \$190.00 192385 78513550

State of Delaware
Secretary of State
Division of Corporations
Delivered 10:11 AM 05/12/2005
FILED 10:06 AM 05/12/2005
SRV 050386883 - 3127547 FILE

**CERTIFICATE OF AMENDMENT
TO THE
AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
KNIGHT TRADING GROUP, INC.**

Pursuant to Section 242 of the General
Corporation Law of the State of Delaware

Knight Trading Group, Inc., a Delaware corporation (hereinafter
called the "Corporation"), does hereby certify as follows:

FIRST: Article FIRST of the Corporation's Amended and Restated
Certificate of Incorporation is hereby amended to read in its entirety as set forth below:

"FIRST: The name of the corporation is Knight Capital
Group, Inc. (hereinafter the "Corporation")."

SECOND: The foregoing amendment was duly adopted in
accordance with Section 242 of the General Corporation Law of the State of
Delaware.

IN WITNESS WHEREOF, the Corporation has caused this Certifi-
cate to be duly executed in its corporate name this 11th day of May, 2005.

KNIGHT TRADING GROUP, INC.

By: Andrew M. Greenstein
Name: Andrew M. Greenstein
Title: Director, Associate General Counsel
and Assistant Secretary