

Form PTO-1594 (Rev. 07/05)
OMB Collection 0651-0027 (exp. 6/30/2008)

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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):

WORLD CLIQUE, INC.

- Individual(s)
- General Partnership
- Corporation- State: CALIFORNIA
- Other
- Association
- Limited Partnership

Citizenship (see guidelines)
Additional names of conveying parties attached? Yes No

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

Execution Date(s) FEBRUARY 1, 2002
 Assignment Merger
 Security Agreement Change of Name
 Other

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: MITRATECH HOLDINGS, INC.
Internal Address: Suite 1500
Street Address: 5900 WILSHIRE BOULEVARD
City: LOS ANGELES
State: CALIFORNIA
Country: UNITED STATES Zip: 90036

- 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
(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)
2349373, 2604141, 2604140
Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):
DESIGN only, TEAMCONNECT ENTERPRISES & DESIGN, TEAM CONNECT

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

Name: ELIZABETH A. LINFORD
Internal Address: SUITE 2100
Street Address: LADAS & PARRY LLP
5670 WILSHIRE BOULEVARD
City: LOS ANGELES
State: CALIFORNIA Zip: 90036
Phone Number: (323) 934-2300
Fax Number: (323) 934-0202
Email Address: LA_MAIL@LADAS.COM

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$
 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 12-0415
Authorized User Name ELIZABETH A. LINFORD

9. Signature: *Elizabeth Linford* August 8, 2006
Signature Date

ELIZABETH A. LINFORD
Name of Person Signing
Total number of pages including cover sheet, attachments, and document: 2

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

CH \$90.00 120415 2349373

**CERTIFICATE OF MERGER
MERGING
MITRATECH, INC.
AND
WORLD CLIQUE, INC.
INTO MITRATECH HOLDINGS, INC.**

Pursuant to Section 252 of the General
Corporation Law of the State of Delaware

MITRATECH HOLDINGS, INC., a corporation organized and existing under the laws of Delaware, does hereby certify:

FIRST: That Mitratech Holdings, Inc. ("Holdings") was incorporated on the 21st day of May, 2001, pursuant to the General Corporation Law of the State of Delaware.

SECOND: That Mitratech, Inc. ("Mitratech") was incorporated on the 30th day of January, 1987, pursuant to the California General Corporation Law.

THIRD: That World Clique, Inc. ("World Clique") was incorporated on the 15th day of February, 1995, pursuant to the California General Corporation Law.

FOURTH: That an Agreement and Plan of Merger (the "Merger Agreement") has been approved, adopted, certified, executed and acknowledged by Holdings, Mitratech and World Clique in accordance with Section 252 of the General Corporation Law of the State of Delaware and Section 1108 of the California General Corporation Law.

FIFTH: A copy of the Merger Agreement is on file at the office of Mitratech Holdings, Inc. located at 3539 Motor Avenue, Los Angeles, California 90034.

SIXTH: That Mitratech Holdings, Inc. shall be the surviving corporation.

SEVENTH: That the Certificate of Incorporation of Mitratech Holdings, Inc. shall be the Certificate of Incorporation of the surviving corporation.

EIGHTH: That a copy of the Merger Agreement will be furnished by the surviving corporation, on request and without cost, to any stockholder of Mitratech and World Clique.

IN WITNESS WHEREOF, Said Mitratech Holdings, Inc., has caused this Certificate of Merger to be signed by Ladan Behnia, its President, as of the 1st day of February, 2002

MITRATECH HOLDINGS, INC.

By: _____

L. C. T. Behnia
Ladan Behnia, President