

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	02/28/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Avanquest USA, LLC		02/28/2005	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	V Communications, Inc.
Street Address:	Two Waters Park Drive, Sutie 150
City:	San Mateo
State/Country:	CALIFORNIA
Postal Code:	94403
Entity Type:	CORPORATION: CALIFORNIA

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2424459	MYHOLIDAYMAILINGKIT

CORRESPONDENCE DATA

Fax Number: (650)812-3444
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: (650) 812-3400
 Email: jwhite@carrferrell.com, shernandez@carrferrell.com
 Correspondent Name: Joi A. White
 Address Line 1: 2200 Geng Road
 Address Line 4: Palo Alto, CALIFORNIA 94303

ATTORNEY DOCKET NUMBER:	T-1706 US
NAME OF SUBMITTER:	Joi A. White
Signature:	/Joi A. White/

OP \$40.00 2424459

Date:

11/16/2006

Total Attachments: 2

source=00173813#page1.tif

source=00173813#page2.tif

AGREEMENT OF MERGER

OF

V COMMUNICATIONS, INC.

AND

AVANQUEST USA, LLC

AGREEMENT OF MERGER entered into as of February 28, 2005, by V COMMUNICATIONS, INC., a California corporation, and AVANQUEST USA, LLC, a Delaware limited liability company, as approved by the Board of Directors of each of said entities:

1. Avanquest USA, LLC, which is a limited liability company formed in the State of Delaware, and which is sometimes hereinafter referred to as the "Disappearing Entity", shall be merged with and into V Communications, Inc., which is a corporation incorporated in the State of California, and which is sometimes hereinafter referred to as the "Surviving Corporation."

2. The separate existence of the Disappearing Entity shall cease upon the effective date of the merger in accordance with the provisions of the General Corporation Law of the State of California and the Limited Liability Company Act of the State of Delaware.

3. The Surviving Corporation shall continue its existence under the name "Avanquest Publishing USA, Inc." pursuant to the provisions of the General Corporation Law of the State of California.

4. The Articles of Incorporation of the Surviving Corporation as now in force and effect shall be the Articles of Incorporation of said Surviving Corporation except that Article First thereof, relating to the name of the corporation, is hereby amended and changed so as to read as follows upon the effective date of the merger:

"FIRST: The name of the Corporation is Avanquest Publishing USA, Inc."

and said Articles of Incorporation as herein amended and changed shall continue in full force and effect until further amended and changed in the manner prescribed by the provisions of the General Corporation Law of the State of California.

5. The bylaws of the Surviving Corporation upon the effective date of the merger shall be the bylaws of said Surviving Corporation and shall continue in full force and effect until changed, altered or amended as therein provided and in the manner prescribed by the provisions of the General Corporation Law of the State of California.

6. The directors and officers in office of the Surviving Corporation upon the effective date of the merger shall continue to be the members of the Board of Directors and the officers of the Surviving Corporation, all of whom shall hold their directorships and offices until the election, choice, and qualification of their respective successors or until their tenure is otherwise terminated in accordance with the bylaws of the Surviving Corporation.

7. Each issued unit of membership interest of the Disappearing Entity shall, upon the effective date of the merger, be cancelled. The issued shares of the Surviving Corporation shall not be converted or exchanged in any manner or any consideration be paid therefor, but each said share which is issued as of the effective date of the merger shall continue to represent one issued share of the Surviving Corporation.

8. The Agreement of Merger herein entered into and approved shall be submitted to the sole member entitled to vote thereon of the Disappearing Entity and of sole shareholder entitled to vote thereon of the Surviving Corporation for their approval or rejection in the manner prescribed by the provisions of the General Corporation Law of the State of California and the Limited Liability Company Act of the State of Delaware.

9. In the event that this Agreement of Merger shall have been approved by the sole member entitled to vote thereon of the Disappearing Entity and of the sole shareholder entitled to vote thereon of the Surviving Corporation in the manner prescribed by the provisions of the General Corporation Law of the State of California and the Limited Liability Company Act of the State of Delaware, the Disappearing Entity and the Surviving Corporation hereby agree that they will cause to be executed and filed and/or recorded any document or documents prescribed by the laws of the State of California, and that they will cause to be performed all necessary acts therein and elsewhere to effectuate the merger.

10. The Board of Directors and the proper officers of the Disappearing Entity and of the Surviving Corporation, respectively, are hereby authorized, empowered and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers and documents which shall be or become necessary, proper or convenient to carry out or put into effect any of the provisions of this Agreement of Merger or of the merger herein provided for.

[Remainder of Page Intentionally Blank]