

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	03/24/2006

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
First Cardinal Corp.		03/24/2006	CORPORATION: NEW YORK

**RECEIVING PARTY DATA**

Name:	First Cardinal LLC
Street Address:	10 British American Blvd.
City:	Latham
State/Country:	NEW YORK
Postal Code:	12110
Entity Type:	LIMITED LIABILITY COMPANY: NEW YORK

**PROPERTY NUMBERS Total: 1**

Property Type	Number	Word Mark
Registration Number:	2501606	CARDINAL COMP

**CORRESPONDENCE DATA**

Fax Number: (315)218-8100  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Email: bskpto@bsk.com  
 Correspondent Name: Bond, Schoeneck & King, PLLC  
 Address Line 1: One Lincoln Center  
 Address Line 2: 17th Floor  
 Address Line 4: Syracuse, NEW YORK 13202-1355

ATTORNEY DOCKET NUMBER:	809118/438 S 2297
NAME OF SUBMITTER:	Robert J. Sinnema
Signature:	/robert j. sinnema/

CH \$40.00 2501606

Date:

11/20/2006

**Total Attachments: 5**

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State of New York }  
Department of State } ss:

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on

March 30, 2006



A handwritten signature in black ink, appearing to be "D. J. ...", is written over the seal area.

Special Deputy Secretary of State

DOS-1266 (Rev. 11/05)

27, 2006.

**THIRD:** The Agreement of Merger has been approved and executed by the sole shareholder of **First Cardinal Corp.** in accordance with Section 903 of the New York Business Corporation Law, and by the sole member of **First Cardinal of New York LLC**.

**FOURTH:** The name of the surviving entity, a New York limited liability company, is: **First Cardinal of New York LLC**

**FIFTH:** The merger is to be effective immediately upon filing with the Secretary of State.

**SIXTH:** The Articles of Organization of **First Cardinal of New York LLC** are hereby amended to effect an amendment to Paragraph **FIRST** of its Articles of Organization, enumerating the name of the limited liability company. Paragraph **FIRST** is amended to read as follows:

The name of the limited liability company is:  
**First Cardinal LLC** (the "Company").

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## CERTIFICATE OF MERGER

(a domestic corporation with and into a  
domestic limited liability company)

### CERTIFICATE OF MERGER OF FIRST CARDINAL CORP.

with and into

### FIRST CARDINAL OF NEW YORK LLC

Under Section 1003 of the New York State  
Limited Liability Company Law

**FIRST:** **First Cardinal Corp.**, a New York corporation, is merging with and into **First Cardinal of New York LLC**, a New York limited liability company, pursuant to an Agreement and Plan of Merger, dated as of March 24, 2006 (the "Agreement of Merger"), pursuant to which **First Cardinal Corp.** shall cease to exist.

**SECOND:** **First Cardinal Corp.**'s Certificate of Incorporation was filed with the New York State Department of State on April 22, 1994. **First Cardinal of New York LLC**'s, Articles of Organization were filed the New York State Department of State on February 27, 2006.

**THIRD:** The Agreement of Merger has been approved and executed by the sole shareholder of **First Cardinal Corp.** in accordance with Section 903 of the New York Business Corporation Law, and by the sole member of **First Cardinal of New York LLC**.

**FOURTH:** The name of the surviving entity, a New York limited liability company, is: **First Cardinal of New York LLC**

**FIFTH:** The merger is to be effective immediately upon filing with the Secretary of State.

**SIXTH:** The Articles of Organization of **First Cardinal of New York LLC** are hereby amended to effect an amendment to Paragraph **FIRST** of its Articles of Organization, enumerating the name of the limited liability company. Paragraph **FIRST** is amended to read as follows:

The name of the limited liability company is:  
**First Cardinal LLC** (the "Company").

[Balance of this page is intentionally left blank.]

*Seventh:* The Secretary of State is designated as agent of **First Cardinal LLC**, the surviving limited liability company, upon whom process against it may be served. The post office address within this state to which the Secretary of State shall mail a copy of any process against the surviving limited liability company served upon him or her is:

First Cardinal LLC  
10 British American Blvd.  
Latham, New York 12110  
Attn: President and Chief Executive Officer

*Eighth:* The Agreement of Merger is on file at the place of business of **First Cardinal of New York LLC** (now known as First Cardinal LLC), the surviving domestic limited liability company. The address of such domestic limited liability company is:

First Cardinal LLC  
10 British American Blvd.  
Latham, New York 12110  
Attn: President and Chief Executive Officer

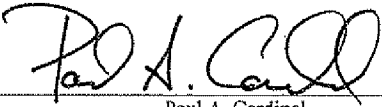
*Ninth:* A copy of the Agreement of Merger will be furnished by **First Cardinal of New York LLC** (now known as First Cardinal LLC), the surviving domestic limited liability company, on request and without cost, to any member of **First Cardinal of New York LLC** (now known as First Cardinal LLC), or to any shareholder or other person holding an interest in **First Cardinal Corp.**

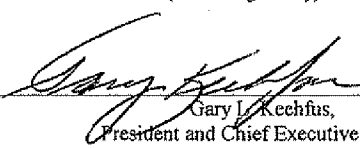
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IN WITNESS WHEREOF, this certificate has been subscribed this 24th day of March, 2006 by the undersigned, each of whom affirms that the statements made herein are true under the penalties of perjury.

WITNESS


FIRST CARDINAL OF NEW YORK  
LLC  
(Surviving Entity)

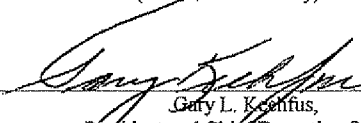
By:   
Paul A. Cardinal,  
Vice President and Chief Financial Officer

By:   
Print name and title:  
Gary L. Keckfus,  
President and Chief Executive Officer

WITNESS

FIRST CARDINAL CORP.  
(Discontinued Entity)

By:   
Paul A. Cardinal,  
Vice President and Chief Financial Officer

By:   
Print name and title:  
Gary L. Keckfus,  
President and Chief Executive Officer

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NEW YORK STATE  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS

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2006 MAR 27 PM 12:12

CERTIFICATE OF MERGER

A DOMESTIC CORPORATION  
WITH AND INTO A  
DOMESTIC LIMITED LIABILITY COMPANY

OF

FIRST CARDINAL CORP.  
AND  
FIRST CARDINAL OF NEW YORK LLC

(under Section 1003 of the New York State  
Limited Liability Company Law)

*2cc*

STATE OF NEW YORK  
DEPARTMENT OF STATE

Filed By:

Paul A. Cardinal, Esq.  
10 British American Blvd.  
Latham, New York 12110  
(518) 213-1589  
March 27, 2006

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