

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	05/30/2007

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
King Maker Marketing, Inc.		05/30/2007	CORPORATION: NEW YORK

**RECEIVING PARTY DATA**

Name:	King Maker Marketing (NJ), Inc.
Street Address:	12 Route 17 North, Suite 304
City:	Paramus
State/Country:	NEW JERSEY
Postal Code:	07652
Entity Type:	CORPORATION: NEW JERSEY

**PROPERTY NUMBERS Total: 5**

Property Type	Number	Word Mark
Serial Number:	78032534	GOLD CREST
Registration Number:	1982441	
Registration Number:	1982447	CHECKERS
Registration Number:	2505540	CHECKERS
Registration Number:	2958683	ACE

**CORRESPONDENCE DATA**

Fax Number: (212)575-0671  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 212-790-9200  
 Email: trademark@cll.com  
 Correspondent Name: Albert Robin  
 Address Line 1: 1133 Avenue of the Americas  
 Address Line 4: New York, NEW YORK 10036

OP \$140.00 78032534

ATTORNEY DOCKET NUMBER:	25854-000 ALR/FM
NAME OF SUBMITTER:	Albert Robin
Signature:	/Albert Robin/
Date:	06/26/2007
Total Attachments: 3 source=king maker marketing merger#page1.tif source=king maker marketing merger#page2.tif source=king maker marketing merger#page3.tif	

070606000297

**CERTIFICATE OF MERGER**  
**OF**  
**KING MAKER MARKETING, INC.**  
**INTO**  
**KING MAKER MARKETING (NJ), INC.**

(Under Section 907 of the Business Corporation Law)

The undersigned, Bhavani Parameswar, being both the President and Secretary of King Maker Marketing (NJ), Inc., and being both the President and Secretary of King Maker Marketing, Inc., hereby certifies:

(1) (a) The name of the domestic corporation to be merged is King Maker Marketing, Inc.

(b) The name of the surviving corporation is King Maker Marketing (NJ), Inc.

(2) (a) The designation and number of outstanding shares of each class of King Maker Marketing, Inc. are: (i) 104 common shares, without par value; and (ii) 100 Class B preferred shares, without par value.

(b) Of the above specified shares, the designation and number of shares of each class owned by King Maker Marketing (NJ), Inc. is none.

(3) Shares of King Maker Marketing (NJ), Inc. shall be issued pro rata to shareholders of King Maker Marketing, Inc. on surrender of their certificates for shares in King Maker Marketing, Inc.

(4) The merger is permitted by the laws of the State of New Jersey, the jurisdiction of incorporation of King Maker Marketing (NJ), Inc., and is in compliance therewith.

(5) The proposed merger has been approved by the shareholders of King Maker Marketing, Inc. in accordance with paragraph (a) of section 903 (Authorization by shareholders) of the Business Corporation Law.

(6) King Maker Marketing (NJ), Inc. was incorporated in New Jersey on May 23, 2007. No application for authority to do business in New York has been filed by the Department of State. King Maker Marketing (NJ), Inc. is not to do business in New York until an application for authority shall have been filed by the Department of State.

(7) The certificate of incorporation of King Maker Marketing, Inc. was filed by the Department of State on August 17, 1994.

(8) King Maker Marketing (NJ), Inc. agrees that it may be served with process in New York in any action or special proceeding for the enforcement of any liability or obligation of any domestic corporation or of any foreign corporation, previously amenable to suit in New

York, which is a constituent corporation in this merger, and for the enforcement, as provided in the Business Corporation Law, of the right of shareholders of any constituent domestic corporation to receive payment for their shares against King Maker Marketing (NJ), Inc.

(9) King Maker Marketing (NJ), Inc. agrees that, subject to the provisions of section 623 (Procedure to enforce shareholder's right to receive payment for shares) of the Business Corporation Law, it will promptly pay to the shareholders of each constituent domestic corporation the amount, if any, to which they shall be entitled under the provisions of the Business Corporation Law relating to the right of shareholders to receive payment for their shares.

(10) The Secretary of State of the State of New York is designated the agent of King Maker Marketing (NJ), Inc. upon whom process against it may be served in the manner set forth in paragraph (b) of section 306 (Service of process) of the Business Corporation Law, in any action of special proceeding. The post office address to which the Secretary of State shall mail a copy of any process against King Maker Marketing (NJ), Inc. served upon him is 12 Route 17 North, Paramus, New Jersey 07652.

(11) King Maker Marketing (NJ), Inc. certifies that all fees and taxes (including penalties and interest) administered by the Department of Taxation and Finance which are due and payable by King Maker Marketing, Inc. have been paid and that a cessation franchise report (estimated or final) through the anticipated date of merger has been filed by the constituent domestic corporation.

(12) King Maker Marketing (NJ), Inc. agrees that it will, within thirty days after the filing of the Certificate of Merger, file a cessation franchise tax report and promptly pay to the Department of Taxation and Finance all fees and taxes (including penalties and interest), if any, due to the Department of Taxation and Finance by King Maker Marketing, Inc.

IN WITNESS WHEREOF, the undersigned has subscribed and affirm as true under the penalties of perjury this certificate this 30<sup>th</sup> day of May, 2007.

/s/ Bhavani Parameswar

Bhavani Parameswar, President and Secretary  
of King Maker Marketing, Inc.

/s/ Bhavani Parameswar

Bhavani Parameswar, President and Secretary  
of King Maker Marketing (NJ), Inc.

**ACR-41**

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CERTIFICATE OF MERGER  
OF  
KING MAKER MARKETING, INC.  
INTO  
KING MAKER MARKETING (NJ), INC  
(Under Section 907 of the Business Corporation Law)

2007 JUN -5 11:10:35

**Drawdown**

ICC  
STATE OF NEW YORK  
DEPARTMENT OF STATE  
FILED

JUN -6 2007

TAX \$ \_\_\_\_\_  
BY: \_\_\_\_\_

HARTMAN & CRAVEN LLP  
488 Madison Avenue, 16<sup>th</sup> Floor  
New York, New York 10022

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RECORDED

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RECORDED: 06/26/2007

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