

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	06/30/2007

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
ATC Logistics & Electronics, L.P.		06/29/2007	LIMITED PARTNERSHIP: DELAWARE

RECEIVING PARTY DATA

Name:	ATC Logistics & Electronics, Inc.
Street Address:	1400 Opus Place
Internal Address:	Suite 600
City:	Downers Grove
State/Country:	ILLINOIS
Postal Code:	60515
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Registration Number:	2638626	ATC LOGISTICS
Registration Number:	2587977	ATC LOGISTICS
Registration Number:	2587976	ATC L LOGISTICS
Registration Number:	2772974	ATC LOGISTICS

CORRESPONDENCE DATA

Fax Number: (312)984-7700
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 312-372-2000
 Email: Chicago_IP_Docket@mwe.com
 Correspondent Name: Jennifer M. Mikulina, Esq.
 Address Line 1: 227 West Monroe Street
 Address Line 2: Suite 4400
 Address Line 4: Chicago, ILLINOIS 60606-5096

TRADEMARK

900083226

REEL: 003591 FRAME: 0972

CH \$115.00 2638626

NAME OF SUBMITTER:	Jennifer M. Mikulina
Signature:	/Jennifer M. Mikulina/
Date:	08/01/2007
Total Attachments: 3 source=Certificate of Merger#page1.tif source=Certificate of Merger#page2.tif source=Certificate of Merger#page3.tif	

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"ATC LOGISTICS & ELECTRONICS, L.P.", A DELAWARE LIMITED PARTNERSHIP,

WITH AND INTO "ATCLE SPL CORP." UNDER THE NAME OF "ATC LOGISTICS & ELECTRONICS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF JUNE, A.D. 2007, AT 2:59 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTIETH DAY OF JUNE, A.D. 2007, AT 11:59 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.

4356192 8100M
070763619



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5813896

DATE: 07-03-07

TRADEMARK
REEL: 003591 FRAME: 0974

State of Delaware
Secretary of State
Division of Corporations
Delivered 02:59 PM 06/28/2007
FILED 02:59 PM 06/29/2007
SRV 070763619 - 4356192 FILE

CERTIFICATE OF MERGER

OF

ATC LOGISTICS & ELECTRONICS, L.P.

WITH AND INTO

ATCLE 3PL CORP.

(Under Section 263 of the General Corporation Law of the State of Delaware and Section 17-211 of the Delaware Revised Uniform Limited Partnership Act)

The undersigned ATCLE 3PL Corp., a Delaware corporation, DOES HEREBY CERTIFY:

FIRST: The name and jurisdiction of domicile, formation or organization of each of the constituent entities are as follows:

<u>Name</u>	<u>Jurisdiction of Domicile, Formation or Organization</u>
ATCLE 3PL Corp.	Delaware
ATC Logistics & Electronics, L.P.	Delaware

SECOND: The Agreement and Plan of Merger, dated as of June 29, 2007, between ATCLE 3PL Corp. (the "Corporation") and ATC Logistics & Electronics, L.P. (the "Partnership") has been approved, adopted, certified, executed and acknowledged by each of the constituent entities in accordance with Section 263(c) of the General Corporation Law of the State of Delaware, 8 Del. C. §101, et seq. (the "DGCL"), Section 17-211 of the Delaware Revised Uniform Limited Partnership Act, and, with respect to the Corporation, Section 228 of the DGCL.

THIRD: The Corporation will be the surviving entity in the merger (the "Surviving Entity") and the name of the Surviving Entity shall be ATC Logistics & Electronics, Inc.

FOURTH: The certificate of incorporation of the Corporation in effect immediately prior to the merger shall be the certificate of incorporation of the Surviving Entity, except that Article I thereof shall be amended to read in its entirety as follows:

Article I

The name of the Corporation is:

ATC Logistics & Electronics, Inc.

FIFTH: The merger shall be effective at 11:59 Eastern Daylight Time on June 30, 2007.

SIXTH: The executed Agreement and Plan of Merger is on file at an office of the Surviving Entity at 1400 Opus Place, Suite 600, Downers Grove, IL 60515.

SEVENTH: A copy of the Agreement and Plan of Merger will be furnished by the Surviving Entity, on request and without cost, to any general or limited partner of the Partnership or any stockholder of the Corporation.

IN WITNESS WHEREOF, the Corporation has caused this certificate to be signed by a duly authorized officer on this 29th day of June, 2007.

ATCLE 3PL Corp.

By: Joseph Salamunovich
Joseph Salamunovich
Vice President and Secretary