

**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
THE THD GROUP LLC		06/29/2007	LIMITED LIABILITY COMPANY: OHIO

**RECEIVING PARTY DATA**

Name:	Tim Hortons USA Inc.
Street Address:	4150 Tuller Road
Internal Address:	Suite 236
City:	Dublin
State/Country:	OHIO
Postal Code:	43017
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 2**

Property Type	Number	Word Mark
Registration Number:	2863213	TEAM TIM HORTONS
Registration Number:	2145676	ROLL UP THE RIM TO WIN

**CORRESPONDENCE DATA**

Fax Number: (202)530-1055  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 2025301010  
 Email: wolsen@fchs.com  
 Correspondent Name: FITZPATRICK, CELLA, HARPER & SCINTO  
 Address Line 1: 30 Rockefeller Plaza  
 Address Line 2: 38th Floor  
 Address Line 4: New York, NEW YORK 10112-3801

ATTORNEY DOCKET NUMBER:	02255.000100
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**CH \$65.00 2863213**

NAME OF SUBMITTER:	Warren E. Olsen [Reg. No. 27,290]
Signature:	/warreneolsen/
Date:	08/01/2007
<b>Total Attachments: 5</b> source=2255.100 TIMHORTONS USA INC-OH#page1.tif source=2255.100 TIMHORTONS USA INC-OH#page2.tif source=2255.100 TIM HORTONS USA INC-DE#page1.tif source=2255.100 TIM HORTONS USA INC-DE#page2.tif source=2255.100 TIM HORTONS USA INC-DE#page3.tif	

**\* 200718300498\***

DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
07/02/2007	200718300498	MERGER/DOMESTIC (MER)	125.00	100.00	.00	.00	.00

**Receipt**

This is not a bill. Please do not remit payment.

CT CORPORATION SYSTEM  
ATTN: TIMOTHY ROBERSON  
17 S. HIGH ST., SUITE 1100  
COLUMBUS, OH 43215

**STATE OF OHIO  
CERTIFICATE**

**Ohio Secretary of State, Jennifer Brunner**

**1710589**

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

**TIM HORTONS USA INC.**

and, that said business records show the filing and recording of:

Document(s):

**MERGER/DOMESTIC**

Document No(s):

**200718300498**



United States of America  
State of Ohio  
Office of the Secretary of State

Witness my hand and the seal of the  
Secretary of State at Columbus, Ohio  
this 30th day of June, A.D. 2007.

A handwritten signature in cursive script, appearing to read "Jennifer Brunner".

Ohio Secretary of State

**TRADEMARK  
REEL: 003591 FRAME: 0994**

DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
07/02/2007	200718300498	MERGED OUT OF EXISTENCE (MEX)	.00	.00	.00	.00	.00

### Receipt

This is not a bill. Please do not remit payment.

CT CORPORATION SYSTEM  
ATTN: TIMOTHY ROBERSON  
17 S. HIGH ST., SUITE 1100  
COLUMBUS, OH 43215

# STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Jennifer Brunner

1585968

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

**THE THD GROUP LLC**

and, that said business records show the filing and recording of:

Document(s):

**MERGED OUT OF EXISTENCE**

Document No(s):

**200718300498**



United States of America  
State of Ohio  
Office of the Secretary of State

Witness my hand and the seal of the  
Secretary of State at Columbus, Ohio  
this 30th day of June, A.D. 2007.

A handwritten signature in black ink, appearing to read "Jennifer Brunner".

Ohio Secretary of State

**TRADEMARK**  
**REEL: 003591 FRAME: 0995**

# 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:

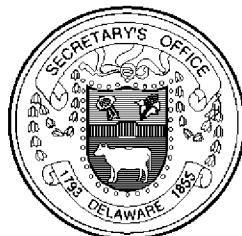
"THE THD GROUP LLC", AN OHIO LIMITED LIABILITY COMPANY, WITH AND INTO "TIM HORTONS USA INC." UNDER THE NAME OF "TIM HORTONS USA INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF JUNE, A.D. 2007, AT 7:54 O'CLOCK 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 NEW CASTLE COUNTY RECORDER OF DEEDS.

4372857 8100M

070771203



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5808133

DATE: 06-30-07

TRADEMARK  
REEL: 003591 FRAME: 0996

**CERTIFICATE OF  
MERGER OF  
THE THD GROUP, LLC,  
an Ohio limited liability company  
with and into  
TIM HORTONS USA INC., a Delaware corporation**

The undersigned, a corporation organized and existing under the laws of Delaware, hereby certifies as follows in accordance with Section 264 of the Delaware General Corporation Law (the "DGCL"):

i) The name and state of each of the constituent entities to the merger are as follows:

<u>Name</u>	<u>State</u>
The THD Group LLC	Ohio
Tim Hortons USA Inc.	Delaware

ii) An agreement of merger between the constituent entities (the "Agreement of Merger") has been approved, adopted, certified, executed and acknowledged by each of the constituent entities in accordance with Section 264(c) of the DGCL.

iii) The name of the surviving corporation of the merger shall be Tim Hortons USA Inc. (the "Surviving Corporation").

iv) The effective date and time of the merger shall be 11:59 p.m. Eastern Daylight Time on June 30, 2007 (the "Effective Time").

v) The Certificate of Incorporation of Tim Hortons USA Inc. at the Effective Time shall be the Certificate of Incorporation of the Surviving Corporation.

vi) The Agreement of Merger is on file at the principal place of business of the Surviving Corporation at 4150 Tuller Road, Suite 236, Dublin, Ohio 43017.


vii) A copy of the Agreement of Merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder or any member, as applicable, of the constituent entities.

*[Signature page follows.]*

\* \* \*

IN WITNESS WHEREOF, Tim Hortons USA Inc. has caused this Certificate of Merger to be executed in its name this 28 day of June, 2007.

**TIM HORTONS USA INC.,**  
a Delaware corporation

By:   
Name: Christos G. Laganos  
Title: Senior Vice President

NYC\_DOCUMENTS#: 91303.6