

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
The Relizon E-CRM Company		10/29/2004	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Epsilon Marketing Services, Inc.		
Street Address:	17655 Waterview Parkway		
City:	Dallas		
State/Country:	TEXAS		
Postal Code:	75252		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	2710357	EFILL	
Registration Number:	1501747	ELECTRONIC FORM SYSTEMS	
Registration Number:	1950412	E-LINK	
Registration Number:	1794135	EMERGE	
Registration Number:	2106118	E-MERGE	
CORRESPONDENCE DATA			
Fax Number:	(832)446-2424		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	832-446-2400		
Email:	WCTrademark@counselip.com		
Correspondent Name:	John C. Cain		
Address Line 1:	Wong Cabello Lutsch Rutherford & Bruccul		
Address Line 2:	20333 SH 249, Suite 600		
Address Line 4:	Houston, TEXAS 77070		
ATTORNEY DOCKET NUMBER:	239-0001RELIZONTOEPSILON		

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NAME OF SUBMITTER:	Kathleen E Clavenna Trademark Admin
Signature:	/Kathleen E. Clavenna/
Date:	10/02/2007
Total Attachments: 7 source=Relizon to EMSI#page1.tif source=Relizon to EMSI#page2.tif source=Relizon to EMSI#page3.tif source=Relizon to EMSI#page4.tif source=Relizon to EMSI#page5.tif source=Relizon to EMSI#page6.tif source=Relizon to EMSI#page7.tif	

Delaware

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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:

"EVEREST NIVOLE, INC.", A DELAWARE CORPORATION,

WITH AND INTO "THE RELIZON E-CRM COMPANY" UNDER THE NAME OF "EPSILON MARKETING SERVICES, 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 OCTOBER, A.D. 2004, AT 12:08 O'CLOCK P.M.

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070496920



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5636579

DATE: 04-30-07

TRADEMARK
REEL: 003632 FRAME: 0227

**CERTIFICATE OF MERGER
OF
EVEREST NIVOLE, INC.
INTO
THE RELIZON e-CRM COMPANY**

The Relizon e-CRM Company and Everest Nivole, Inc., each a corporation, organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DO HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

<u>NAME</u>	<u>STATE OF INCORPORATION</u>
The Relizon e-CRM Company	Delaware
Everest Nivole, Inc.	Delaware

SECOND: That an Agreement and Plan of Merger among the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 251 of the General Corporation Law of the State of Delaware.

THIRD: That the name of the surviving corporation is The Relizon e-CRM Company and that the name of the surviving corporation shall be changed in the merger to "Epsilon Marketing Services, Inc.". Consequently, from and after the effective time of the merger, the name of the surviving corporation shall be Epsilon Marketing Services, Inc."

FOURTH: Upon the effective time of the merger, the Certificate of Incorporation of the surviving corporation shall be amended and restated as set forth on Exhibit A attached hereto.

FIFTH: That the executed Agreement and Plan of Merger is on file at an office of the surviving corporation with an address of 17655 Waterview Parkway, Dallas, Texas 75252.

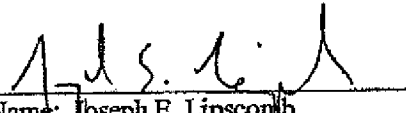
SIXTH: That a copy of the Agreement and Plan of Merger will be furnished by the surviving corporation on request and without cost to any stockholder of any constituent corporation.

SEVENTH: That the merger shall be effective upon filing of this Certificate of Merger with the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, the undersigned, for purposes of effectuating the merger of the constituent corporations pursuant to the General Corporation Law of the State of Delaware, does hereby declare and certify that this is the act and deed of the undersigned corporation and the facts stated herein are true and accordingly has hereunto signed this Certificate of Merger as of this 29th day of October, 2004.

THE RELIZON e-CRM COMPANY

By:


Name: Joseph E. Lipscomb
Title: Vice President

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EXHIBIT A

RESTATED CERTIFICATE OF INCORPORATION
OF
THE RELIZON e-CRM COMPANY

The Relizon e-CRM Company, a corporation organized and existing under the laws of the State of Delaware (the "Corporation"), hereby certifies as follows:

1. The name of the Corporation is The Relizon e-CRM Company.

2. The original Certificate of Incorporation of the Corporation was filed with the Secretary of State of the State of Delaware on July 20, 2000 under the name of ISG e-CRM Acquisition Company, Inc., which was subsequently amended on August 10, 2000, and further amended on September 13, 2000, changing the name from ISG e-CRM Acquisition Company, Inc. to The Relizon e-CRM Company and subsequently amended September 15, 2000 and on November 1, 2001.

3. This Restated Certificate of Incorporation was duly adopted in accordance with the provisions of Sections 141(f), 228(a), 242 and 245 of the General Corporation Law of the State of Delaware by the written consent of the Corporation's directors and its sole stockholder. This Restated Certificate of Incorporation restates, integrates, amends and supersedes the provisions of the Certificate of Incorporation, as amended, of the Corporation.

4. The text of the Certificate of Incorporation, as amended, of the Corporation as heretofore amended is hereby restated and amended in its entirety to read as follows:

FIRST. The name of the Corporation is Epsilon Marketing Services, Inc. (the "Corporation")

SECOND. The address of its registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle, Wilmington, Delaware 19801. The name of its registered agent at such address is The Corporation Trust Company.

THIRD. The nature of the business or purposes to be conducted or promoted is:
To engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

FOURTH: The total number of shares of stock which the Corporation shall have authority to issue is one hundred (100) shares, consisting of one hundred (100) shares of common stock, par value \$10.00 per share ("Common Stock").

FIFTH: Unless otherwise specified in this Restated Certificate of Incorporation, no holder of shares of stock of the Corporation shall have any preemptive or other right to receive any securities of the Corporation.

SIXTH: (a) The number of directors of the Corporation shall be not less than one (1) nor more than ten (10), the exact number to be fixed from time to time in the manner provided by the Bylaws of the Corporation.

(b) The number of directors constituting the Board of Directors of the Corporation is two (2), and the names and addresses of the persons who are to serve as the directors until their the first annual meeting of stockholders or until successors are elected and qualified are:

<u>Name</u>	<u>Address</u>
Alan M. Utay	17655 Waterview Parkway Dallas, Texas 75252
John W. Scullion	4110 Yonge Street, Suite 200 Toronto, Ontario M2P 2B7 Canada

(c) Election of directors need not be by written ballot unless the Bylaws shall so provide. No holders of Common Stock of the Corporation shall have any rights to cumulate votes in the election of directors.

SEVENTH: In furtherance of, and not in limitation of, the powers conferred by statute, the Board of Directors is expressly authorized to adopt, amend or repeal the Bylaws of the Corporation or adopt new Bylaws, without any action on the part of the stockholders; provided however, that no such adoption, amendment, or repeal shall be valid with respect to Bylaw provisions that have been adopted, amended, or repealed by the stockholders; and further provided, that Bylaws adopted or amended by the Board of Directors and any powers thereby conferred maybe amended, altered, or repealed by the stockholders.

EIGHTH: The Corporation is to have perpetual existence.

NINTH: (a) A director of the Corporation shall not be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except for such liability as is expressly not subject to limitation under the Delaware General Corporation Law, as the same exists or may hereafter be amended to further limit or eliminate such liability.

(b) The Corporation shall, to the fullest extent permitted by law, indemnify any and all officers and directors of the Corporation, and

may, to the fullest extent permitted by law or to such lesser extent as is determined in the discretion of the Board of Directors, indemnify and advance expenses to any and all other persons who it shall have power to indemnify, from and against all expenses, liability or other matters arising out of their status as such or their acts, omissions or services rendered in such capacities.

(c) The Corporation shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against any liability asserted against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the Corporation would have the power to indemnify him against such liability.

TENTH:

The Corporation shall have the right, subject to any express provisions or restrictions contained in this Restated Certificate of Incorporation or Bylaws of the Corporation, from time to time, to amend this Restated Certificate of Incorporation or any provision thereof in any manner now or hereafter provided by law, and all rights and powers of any kind conferred upon a director or stockholder of the Corporation by the Restated Certificate of Incorporation or any amendment thereof are conferred subject to such right.

IN WITNESS WHEREOF, the Corporation has caused this Restated Certificate of Incorporation to be signed by its Vice President this 29th day of October, 2004.

By: 

Name: Joseph A. Lipscomb

Title: Vice President

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RECORDED: 10/02/2007

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