

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
National Association of Securities Dealers, Inc.		07/30/2007	Non-Profit Corporation: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Financial Industry Regulatory Authority, Inc.		
<b>Street Address:</b>	1735 K Street, NW		
<b>City:</b>	Washington		
<b>State/Country:</b>	DISTRICT OF COLUMBIA		
<b>Postal Code:</b>	20006		
<b>Entity Type:</b>	Non-Profit Corporation: DELAWARE		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	77020756	TRF	
<b>Serial Number:</b>	77020780	TRADE REPORTING FACILITY	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(415)442-1001		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	415-442-1301		
<b>Email:</b>	coakley@morganlewis.com		
<b>Correspondent Name:</b>	Carla B. Oakley		
<b>Address Line 1:</b>	One Market, Spear Street Tower		
<b>Address Line 4:</b>	San Francisco, CALIFORNIA 94105		
<b>ATTORNEY DOCKET NUMBER:</b>	060514.2360		
<b>NAME OF SUBMITTER:</b>	Carla B. Oakley		
<b>Signature:</b>	/cbo/		

**CH \$65.00 77020756**

Date:

10/02/2007

**Total Attachments: 3**

source=Name change Document#page1.tif

source=Name change Document#page2.tif

source=Name change Document#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 RESTATED CERTIFICATE OF "NATIONAL ASSOCIATION OF SECURITIES DEALERS, INC.", CHANGING ITS NAME FROM "NATIONAL ASSOCIATION OF SECURITIES DEALERS, INC." TO "FINANCIAL INDUSTRY REGULATORY AUTHORITY, INC.", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF JULY, A.D. 2007, AT 11:01 O'CLOCK A.M.

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

0352322 8100

070865282



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5883124

DATE: 07-30-07

TRADEMARK  
REEL: 003632 FRAME: 0307

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 11:01 AM 07/30/2007  
FILED 11:01 AM 07/30/2007  
SRV 070865282 - 0352322 FILE

**RESTATED CERTIFICATE OF INCORPORATION  
OF  
NATIONAL ASSOCIATION OF SECURITIES DEALERS, INC.**

The present name of the corporation is National Association of Securities Dealers, Inc. (the "Corporation"). The Corporation was originally incorporated as a nonstock corporation under the name of Investment Bankers Conference, Inc., and its original Certificate of Incorporation was filed with the Secretary of State of the State of Delaware on September 3, 1936. This Restated Certificate of Incorporation of the Corporation, which both restates and further amends the provisions of the Corporation's Certificate of Incorporation as heretofore amended, was duly adopted in accordance with the provisions of Sections 242 and 245 of the General Corporation Law of the State of Delaware.

**Name**

**First:** The name of the Corporation is Financial Industry Regulatory Authority, Inc.

**Delaware Office and Agent**

**Second:** The registered office of the Corporation in the State of Delaware is located at 1308 Delaware Avenue, in the City of Wilmington, County of New Castle. The name and address of its registered agent is Corporate Creations Network Inc., 1308 Delaware Avenue, Wilmington, Delaware 19806.

**Objects or Purposes**

**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 the State of Delaware, and, without limiting the generality of the foregoing, the business or purposes to be conducted or promoted shall include the following:

(1) To promote through cooperative effort the investment banking and securities business, to standardize its principles and practices, to promote therein high standards of commercial honor, and to encourage and promote among members observance of federal and state securities laws;

(2) To provide a medium through which its membership may be enabled to confer, consult, and cooperate with governmental and other agencies in the solution of problems affecting investors, the public, and the investment banking and securities business;

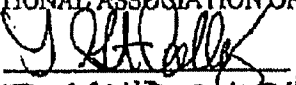
(3) To adopt, administer, and enforce rules of fair practice and rules to prevent fraudulent and manipulative acts and practices, and in general to promote just and equitable principles of trade for the protection of investors;

(4) To promote self-discipline among members, and to investigate and adjust grievances between the public and members and between members;

Z) "Transitional Period" shall mean the period commencing on the date of the Closing and ending on the third anniversary of the date of the Closing.

IN WITNESS WHEREOF, this Restated Certificate of Incorporation has been signed under the seal of the Corporation the 30 day of July 2007.

NATIONAL ASSOCIATION OF SECURITIES DEALERS, INC.

By:   
T. GRANT CALLERY  
EVP + GENERAL COUNSEL