

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	02/23/2007

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Tracentrix, Inc.		02/20/2007	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Ruesch International, Inc.
Street Address:	700 Eleventh Street NW
City:	Washington
State/Country:	DISTRICT OF COLUMBIA
Postal Code:	20001
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 1**

Property Type	Number	Word Mark
Registration Number:	2557736	EASYPAYPLUS

**CORRESPONDENCE DATA**

Fax Number: (212)415-8701  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: (212) 415-8700  
 Email: ptotmcommunications@morganfinnegan.com  
 Correspondent Name: Morgan & Finnegan, L.L.P.  
 Address Line 1: 3 World Financial Center  
 Address Line 4: New York, NEW YORK 10281-2101

ATTORNEY DOCKET NUMBER:	4871-
NAME OF SUBMITTER:	Christine F. Benton
Signature:	/Christine F. Benton/

CH \$40.00 2557736

Date:

10/05/2007

**Total Attachments: 21**

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# Delaware

PAGE 1

## The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "RUESCH INTERNATIONAL, INC." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE FIRST DAY OF DECEMBER, A.D. 1999, AT 9 O'CLOCK A.M.

CERTIFICATE OF MERGER, CHANGING ITS NAME FROM "RUESCH INTERNATIONAL, INC., D.C." TO "RUESCH INTERNATIONAL, INC.", FILED THE TWENTY-FIRST DAY OF MARCH, A.D. 2000, AT 2 O'CLOCK P.M.

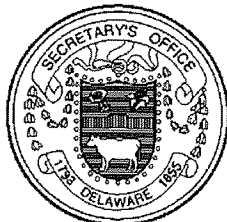
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF MARCH, A.D. 2000.

CERTIFICATE OF AMENDMENT, FILED THE TWENTY-EIGHTH DAY OF SEPTEMBER, A.D. 2004, AT 1:23 O'CLOCK P.M.

CERTIFICATE OF CHANGE OF REGISTERED AGENT, FILED THE FIFTEENTH DAY OF AUGUST, A.D. 2005, AT 11:30 O'CLOCK A.M.

CERTIFICATE OF MERGER, FILED THE TWENTY-SECOND DAY OF JUNE, A.D. 2006, AT 8:03 O'CLOCK A.M.

3134298 8100H  
070970335



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State  
AUTHENTICATION: 5964363

DATE: 08-29-07

TRADEMARK  
REEL: 003634 FRAME: 0481

# Delaware

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*The First State*

CERTIFICATE OF MERGER, FILED THE TWENTY-SECOND DAY OF JUNE,  
A.D. 2006, AT 9:14 O'CLOCK A.M.

CERTIFICATE OF MERGER, FILED THE TWENTY-THIRD DAY OF JUNE,  
A.D. 2006, AT 8:44 O'CLOCK A.M.

CERTIFICATE OF MERGER, FILED THE TWENTY-THIRD DAY OF JUNE,  
A.D. 2006, AT 9:16 O'CLOCK A.M.

CERTIFICATE OF MERGER, FILED THE FOURTEENTH DAY OF JULY,  
A.D. 2006, AT 10:20 O'CLOCK A.M.

CERTIFICATE OF MERGER, FILED THE TWENTY-FIRST DAY OF  
FEBRUARY, A.D. 2007, AT 9:57 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF  
THE AFORESAID CERTIFICATE OF MERGER IS THE TWENTY-THIRD DAY OF  
FEBRUARY, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID  
CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE  
AFORESAID CORPORATION, "RUESCH INTERNATIONAL, INC.".

3134298 8100H

070970335



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5964363

DATE: 08-29-07

TRADEMARK  
REEL: 003634 FRAME: 0482

**CERTIFICATE OF INCORPORATION**

**OF**

**RUESCH INTERNATIONAL, INC., D.C.**

The undersigned, being of legal age, in order to form a corporation under and pursuant to the laws of the State of Delaware, does hereby set forth as follows:

**FIRST:** The name of the corporation is:  
Ruesch International, Inc., D.C.

**SECOND:** The address of the initial registered and principal office of this corporation in this state is c/o National Corporate Services, Inc., 2 West Lookerman Street, in the City of Dover, County of Kent, State of Delaware 19904 and the name of its registered agent at such address is National Corporate Services, Inc.

**THIRD:** The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the corporation laws of the State of Delaware.

**FOURTH:** The corporation shall be authorized to issue the following shares:

<u>Class</u>	<u>Number of Shares</u>	<u>Par Value</u>
COMMON	1500	No Par

**FIFTH:** The name and address of each incorporator is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Pierre F.V. Merle	Stairs Dillenbeck Finley & Merle 330 Madison Avenue Suite 2900 New York, New York 10017

**SIXTH:** The following provisions are inserted for the management of the business and for the conduct of the affairs of the corporation, and for further definition, limitation and regulation of the powers of the corporation and of its directors and stockholders:

(1) The number of directors of the corporation shall be such as from time to time shall be fixed by, or in the manner provided in the by-laws. Election of directors need not be

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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**TRADEMARK**

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by ballot unless the By-laws so provide.

(2) The Board of Directors shall have power without the assent or vote of the stockholders:

(a) To make, alter, amend, change, add to or repeal the By-laws of the corporation; to fix and vary the amount of capital to be reserved for any proper purpose; to authorize and cause to be executed mortgages and liens upon all or any part of the property of the corporation; to determine the use and disposition of any surplus or net profits; and to fix the times for the declaration and payment of dividends.

(b) To determine from time to time whether, and to what times and places, and under what conditions the accounts and books of the corporation (other than the stock ledger) or any of them, shall be open to the inspection of the stockholders.

(3) The directors in their discretion may submit any contract or act for approval or ratification at any annual meeting of the stockholders, at any meeting of the stockholders called for the purpose of considering any such act or contract, or through a written consent in lieu of a meeting in accordance with the requirements of the General Corporation Law of Delaware as amended from time to time, and any contract or act that shall be so approved or be so ratified by the vote of the holders of a majority of the stock of the corporation which is represented in person or by proxy at such meeting, (or by written consent whether received directly or through a proxy) and entitled to vote thereon (provided that a lawful quorum of stockholders be there represented in person or by proxy) shall be as valid and as binding upon the corporation and upon all the stockholders as though it had been approved, ratified, or consented to by every stockholder of the corporation, whether or not the contract or act would otherwise be open to legal attack because of directors' interest, or for any other reason.

(4) In addition to the powers and authorities hereinbefore or by statute expressly conferred upon them, the directors are hereby empowered to exercise all such powers and do all such acts and things as may be exercised or done by the corporation; subject, nevertheless, to the provisions of the statutes of Delaware, of this certificate, and to any by-laws from time to time made by the stockholders; provided, however, that no by-laws so made shall invalidate any prior act of the directors which would have been valid if such by-law had not been made.

**SEVENTH:** No director shall be liable to the corporation or any of its stockholders for monetary damages for breach of fiduciary duty as directors, except with respect to (1) a breach of the director's duty of loyalty to the corporation or its stockholders, (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (3) liability under Section 174 of the Delaware General Corporation Law or (4) a transaction from which the director derived an improper personal benefit, it being the intention of the foregoing provision to eliminate the liability of the corporation's directors to the corporation or its stockholders to the fullest extent permitted by Section 102(b)(7) of the Delaware General Corporation Law, as amended from time to time. The corporation shall indemnify to the fullest extent permitted by Sections 102(b)(7) and 145 of the

Delaware General Corporation Law, as amended from time to time, each person that such Sections grant the corporation the power to indemnify.

**EIGHTH:** Whenever a compromise or arrangement is proposed between this corporation and its creditors or any class of them and/or between this corporation and its stockholders or any class of them, any court of equitable jurisdiction within the State of Delaware, may, on the application in a summary way of this corporation or of any creditor or stockholder thereof or on the application of any receiver or receivers appointed for this corporation under the provisions of Section 291 of Title 8 of the Delaware Code or on the application of trustees in disposition or of any receiver or receivers appointed for this corporation under the provisions of Section 279 Title 8 of the Delaware Code order a meeting of the creditors or class of creditors, and/or of the stockholders or class of stockholders of this corporation, as the case may be, to be summoned in such manner as the said court directs. If a majority in number representing three-fourths in value of the creditors or class of creditors, and/or of the stockholders or class of stockholders of this corporation, as the case may be, agree to any compromise or arrangement and to any reorganization of this corporation as consequence of such compromise or arrangement, the said compromise or arrangement and the said reorganization shall, if sanctioned by the court to which the said application has been made, be binding on all the creditors or class of creditors, and/or on all the stockholders or class of stockholders of this corporation, as the case may be, and also on this corporation.

**NINTH:** The corporation reserves the right to amend, alter change or repeal any provision contained in this certificate of incorporation in the manner now or hereafter prescribed by law, and all rights and powers conferred herein on stockholders, directors and officers are subject to this reserved power.

**IN WITNESS WHEREOF,** the undersigned hereby executes this document and affirms that the facts set forth herein are true under the penalties of perjury this 30<sup>th</sup> day of November 1999.



Pierre F.V. Merle  
Incorporator

**CERTIFICATE OF MERGER**

**OF**

**RUESCH INTERNATIONAL, INC., D.C.  
(A DELAWARE CORPORATION)**

**and**

**RUESCH INTERNATIONAL, INC.  
(A NEW YORK CORPORATION)**

We, the undersigned, being respectively, the President, and Secretary of Ruesch International, Inc., D.C., a corporation organized under the laws of Delaware, and Ruesch International, Inc., a corporation organized under the laws of New York (hereinafter the "Constituent Corporations") certify:

The Plan and Agreement of Merger was approved, adopted, certified, executed and acknowledged by each Constituent Corporation in accordance with 8 Del. Law § 252.

1. The name of each Constituent Corporation is as follows:
  - a. Ruesch International, Inc. (a New York corporation)
  - b. Ruesch International, Inc., D.C. (a Delaware corporation).

The name of the Surviving Corporation is Ruesch International, Inc., D.C. (a Delaware corporation), and such corporation is to be governed by the laws of the state of Delaware.

2. The number of shares outstanding of each Constituent Corporation is as follows:
  - a. Ruesch International, Inc. (a New York corporation): 200
  - b. The Surviving Corporation, Ruesch International, Inc., D.C. (a Delaware corporation): 200

3. The Certificate of Incorporation of Ruesch International, Inc., a corporation incorporated under the laws of the state of New York was filed the Secretary of State on October 27, 1987.

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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4. The Certificate of Incorporation of Ruesch International, Inc., D.C. , a corporation incorporated under the laws of the state of Delaware, was filed with the Secretary of State on December 1, 1999.

5. The Certificate of Incorporation and Bylaws of the Ruesch International, Inc., D.C. (a Delaware corporation) shall be the Certificate of Incorporation and Bylaws of the Surviving Corporation.

6. The Certificate of Incorporation of the Surviving Corporation shall be amended to reflect the new name of the corporation which shall be, "Ruesch International, Inc."

7. The merger was authorized at a meeting of the shareholders of Ruesch International, Inc. (a New York corporation) on January 10, 2000, by a unanimous vote of the holders of all the outstanding shares entitled to vote thereon and by all the shareholders of Ruesch International, Inc., D.C. (a Delaware corporation) on January 10, 2000, which has complied with all the laws of Delaware. The laws of Delaware permit a merger as reflected herein.

8. The executed Plan of Merger will be on file at the office of counsel of the Surviving Corporation, at 330 Madison Avenue, Suite 2900, New York, New York 10017.

9. A copy of such Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation.

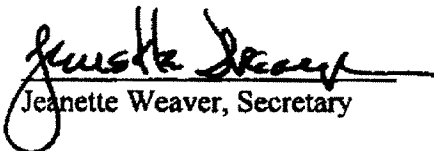
10. The effective date of this article shall be March 31, 2000.

11. It is affirmed that the statements contained herein are true under the penalties of perjury.

Dated: March 15, 2000

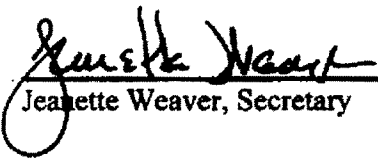
Ruesch International, Inc.,  
a New York corporation

By:   
Otto J. Ruesch, President

By:   
Jeanette Weaver, Secretary

Ruesch International, Inc., D.C.  
a Delaware corporation

By:   
Otto J. Ruesch, President

By:   
Jeanette Weaver, Secretary

# RUESCH

International, LLC

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700 Eleventh Street, N.W.  
Washington, DC 20001-4507  
USA

202.408.1200  
800.424.2923  
FAX: 202.408.1211

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Ruesch International, L.L.C. gives its consent to Ruesch International, Inc., the corporation.

S/ Jeanette Weaver  
Member

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 01:23 PM 09/28/2004  
FILED 01:23 PM 09/28/2004  
SRV 040700257 - 3134298 FILE

**CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF  
RUESCH INTERNATIONAL, INC.**

**September 27, 2004**

Ruesch International, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

**FIRST:** That the Board of Directors of said Corporation, by the unanimous written consent of its members, filed with the minutes of the Board, duly adopted a Resolution setting forth a proposed amendment to the Certificate of Incorporation of the corporation to replace the last sentence of Article Seventh of the Certificate of Incorporation with new language relating to the indemnification of the Corporation's officers and directors, proposing and declaring such amendment to be advisable and directing that the proposal be placed before the shareholders of the corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

**RESOLVED,** that the Board of Directors hereby approves and recommends to the stockholders of the Corporation for their approval an amendment to the Certificate of Incorporation of this Corporation to replace the last sentence of Article Seventh with the language set forth on Annex I hereto.

**SECOND:** That in lieu of a meeting and vote of the sole Stockholder, the sole holder has given written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

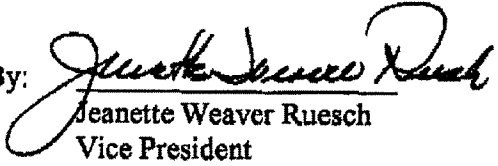
**THIRD:** That the aforesaid amendment was duly adopted in accordance with the applicable provision of Section 242 and 228 of the General Corporation Law of the State of Delaware.

**TRADEMARK**

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**IN WITNESS WHEREOF**, said RUESCH INTERNATIONAL, INC. has caused this Certificate to be signed by Jeanette Weaver Ruesch, its Vice President, as of the date first written above.

Ruesch International, Inc.

By:   
Jeanette Weaver Ruesch  
Vice President

**TRADEMARK**

**REEL: 003634 FRAME: 0491**

## ANNEX I

(1) Each person who was or is made a party or is threatened to be made a party to or is otherwise involved in any action, suit or proceeding, whether civil, criminal, administrative or investigative (hereinafter a "Proceeding"), by reason of the fact that he or she is or was a director or officer of the corporation or that he or she, being at the time a director or officer of the corporation, is or was serving at the request of the corporation as a director, trustee, officer, employee or agent of another corporation or of a partnership, joint venture, trust, or other enterprise, including service with respect to an employee benefit plan (collectively, "Another Enterprise" or "Other Enterprise"), whether in either case the basis of such Proceeding is alleged action or inaction in an official capacity as a director or officer of the corporation, or as a director, trustee, officer, employee or agent of such Other Enterprise, shall be indemnified and held harmless by the corporation to the fullest extent authorized or permitted by the Delaware General Corporation Law as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the corporation to provide broader indemnification rights than permitted prior thereto), against all expense, liability and loss (including without limitation attorneys' fees, judgments, fines, ERISA excise taxes or penalties and amounts paid in settlement) reasonably incurred or suffered by such person in connection therewith. The persons indemnified by paragraph (1) of this Article Seventh are hereinafter referred to as "Indemnitees." Such indemnification as to such alleged action or inaction shall continue as to an Indemnitee who has after such alleged action or inaction ceased to be director or officer of the corporation, and shall inure to the benefit of the Indemnitee's heirs, executors and administrators. The right to indemnification conferred in this Article Seventh: (a) shall be a contract right; (b) shall not be affected adversely as to any Indemnitee by an amendment of this Certificate of Incorporation with respect to any action or inaction occurring prior to such amendment; and (c) shall include the right to be paid by the corporation, the expenses (including, without limitation, attorneys' fees and expenses) incurred in defending any such Proceeding in advance of its final disposition (hereinafter an "Advancement of Expenses"), provided, however, that, if and to the extent the Delaware General Corporation Law requires, an Advancement of Expenses incurred by an Indemnitee shall be made only upon delivery to the corporation of an undertaking (hereinafter an "Undertaking"), by or on behalf of such Indemnitee, to repay all amounts so advanced if it shall ultimately be determined by final judicial decision from which there is no further right to appeal (hereinafter a "Final Adjudication") that such Indemnitee is not entitled to be indemnified for such expense under this Article Seventh or otherwise.

(2) If a claim under paragraph (1) of this Article Seventh is not paid in full by the corporation within sixty (60) days after it has been received in writing by the corporation, except in the case of a claim for an Advancement of Expenses, in which case the applicable period shall be twenty (20) days, the Indemnitee may at any time thereafter bring suit against the corporation to recover the unpaid

amount of the claim. If successful in whole or in part in any such suit, or in a suit brought by the corporation to recover an Advancement of Expenses pursuant to the terms of an Undertaking, the Indemnitee shall be entitled to be paid also the expenses of prosecuting or defending such suit. In (i) any suit brought by the Indemnitee to enforce a right of indemnification hereunder (but not in a suit brought by the Indemnitee to enforce a right to an Advancement of Expenses) it shall be a defense that the Indemnitee is not entitled to be indemnified or to have or retain such Advancement of Expenses under the Delaware General Corporation Law and (ii) any suit by the corporation to recover an Advancement of Expenses pursuant to the terms of an Undertaking, the corporation shall be entitled to recover such expenses only upon a Final Adjudication that the Indemnitee is not entitled to be indemnified or to have or retain such Advancement of Expenses under the Delaware General Corporation Law. Neither the failure of the corporation (including the board of directors, independent legal counsel or its stockholders) to have made a determination prior to the commencement of such suit that indemnification of the Indemnitee is proper in the circumstances because indemnification is authorized or permitted under the Delaware General Corporation Law, nor an actual determination by the corporation (including the board of directors, independent legal counsel or its stockholders) that indemnification is not authorized or permitted under the Delaware General Corporation Law, shall create a presumption that the Indemnitee is not entitled to indemnification or be a defense to such suit. In any suit brought by the Indemnitee to enforce a right to indemnification or to an Advancement of Expenses hereunder, or by the corporation to recover an Undertaking, the burden of proving that the Indemnitee is not entitled to be indemnified, or to have or retain such Advancement of Expenses, under this Article Seventh or otherwise, shall be on the corporation.

(3) The rights to indemnification and to the Advancement of Expenses conferred in this Article Seventh shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, this Certificate of Incorporation, any by-law, agreement or vote of stockholders or disinterested directors or otherwise.

(4) The corporation may maintain insurance, at its expense, to protect itself and any director, trustee, officer, employee or agent of the corporation or Another Enterprise against any expense, liability or loss, whether or not the corporation would have the power to indemnify such person against such expense, liability or loss under the Delaware General Corporation Law.

(5) The corporation may, to the extent authorized from time to time by the board of directors, grant rights to indemnification, and to the Advancement of Expenses, to any employee or agent of the corporation (or any person serving at the corporation's request as a director, trustee, officer, employee or agent of Another Enterprise) or to a person who is or was director, officer, employee or agent of any of the corporation's affiliates, predecessor or subsidiary corporations

or of a constituent corporation absorbed by the corporation in a consolidation or merger or who is or was serving at the request of such affiliate, predecessor or subsidiary corporation or of such constituent corporation as a director, officer, employee or agent of Another Enterprise, in each case as determined by the board of directors to the fullest extent of the provisions of this Article Seventh in cases of the indemnification and Advancement of Expenses of directors and officers of the corporation, or to any lesser extent (or greater, if permitted by law) determined by the board of directors.



**STATE OF DELAWARE**

**CERTIFICATE OF CHANGE  
OF REGISTERED AGENT AND/OR  
REGISTERED OFFICE OF**

**RUESCH INTERNATIONAL, INC.**

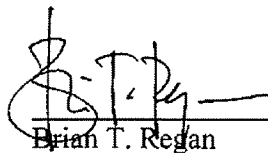
The Board of Directors of Ruesch International, Inc., a Delaware Corporation, on this 26 day of July, A.D. 2005, do hereby resolve and order that the location of the Registered Office of this Corporation within this State be, and the same hereby is 3500 South DuPont Highway in the City of Dover, County of Kent, 19901.

The name of the Registered Agent therein and in charge thereof upon whom process against this Corporation may be served, is HIQ Corporate Services, Inc.

The Corporation does hereby certify that the foregoing is a true copy of a resolution adopted by the Board of Directors at a meeting held as stated herein.

**IN WITNESS WHEREOF**, said Corporation has caused this certificate to be signed by an authorized officer on its behalf this 26 day of July, A.D. 2005.

**RUESCH INTERNATIONAL, INC.**



\_\_\_\_\_  
Brian T. Regan  
Assistant Secretary

**STATE OF DELAWARE  
CERTIFICATE OF MERGER OF  
FOREIGN CORPORATION INTO  
A DOMESTIC CORPORATION**

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

**FIRST:** The name of the surviving corporation is Ruesch International, Inc., a Delaware corporation, and the name of the corporation being merged into this surviving corporation is Ruesch International, Inc. (Georgia), a Georgia corporation.

**SECOND:** The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations pursuant to Title 8 Section 252 of the General Corporation Law of the State of Delaware.

**THIRD:** The name of the surviving corporation is Ruesch International, Inc., a Delaware corporation.

**FOURTH:** The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.

**FIFTH:** The authorized stock and par value of the non-Delaware corporation is 200 no par common stock.

**SIXTH:** The merger is to become effective on June 22, 2006.

**SEVENTH:** The Agreement of Merger is on file at 700 Eleventh Street NW, Fourth Floor, Washington, DC 20001, an office of the surviving corporation.

**EIGHTH:** A copy of the Agreement of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the constituent corporations.

**IN WITNESS WHEREOF**, said surviving corporation has caused this certificate to be signed by an authorized officer, the 21st day of June, A.D., 2006.

By: 

Name: Thomas P. Staudt

Title: Chief Executive Officer

*State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 09:14 AM 06/22/2006  
FILED 08:03 AM 06/22/2006  
SRV 060599673 - 3134298 FILE*

**TRADEMARK  
REEL: 003634 FRAME: 0496**

**STATE OF DELAWARE  
CERTIFICATE OF MERGER OF  
FOREIGN CORPORATION INTO  
A DOMESTIC CORPORATION**

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

**FIRST:** The name of the surviving corporation is Ruesch International, Inc., a Delaware corporation, and the name of the corporation being merged into this surviving corporation is Ruesch International, Inc. (Mass.), a Massachusetts corporation.

**SECOND:** The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations pursuant to Title 8 Section 252 of the General Corporation Law of the State of Delaware.

**THIRD:** The name of the surviving corporation is Ruesch International, Inc., a Delaware corporation.

**FOURTH:** The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.

**FIFTH:** The authorized stock and par value of the non-Delaware corporation is 15,000 no par common stock.

**SIXTH:** The merger is to become effective on June 22, 2006.

**SEVENTH:** The Agreement of Merger is on file at 700 Eleventh Street NW, Fourth Floor, Washington, DC 20001, an office of the surviving corporation.

**EIGHTH:** A copy of the Agreement of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the constituent corporations.

**IN WITNESS WHEREOF,** said surviving corporation has caused this certificate to be signed by an authorized officer, the 21st day of June, A.D. 2006.

By  \_\_\_\_\_

Name: Thomas P. Staudt

Title: Chief Executive Officer

**STATE OF DELAWARE  
CERTIFICATE OF MERGER OF  
FOREIGN CORPORATION INTO  
A DOMESTIC CORPORATION**

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

**FIRST:** The name of the surviving corporation is Ruesch International, Inc., a Delaware corporation, and the name of the corporation being merged into this surviving corporation is Ruesch International, Inc., an Illinois corporation.

**SECOND:** The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations pursuant to Title 8 Section 252 of the General Corporation Law of the State of Delaware.

**THIRD:** The name of the surviving corporation is Ruesch International, Inc., a Delaware corporation.

**FOURTH:** The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.

**FIFTH:** The authorized stock and par value of the non-Delaware corporation is 10,000 no par common stock.

**SIXTH:** The merger is to become effective on June 23, 2006.

**SEVENTH:** The Agreement of Merger is on file at 700 Eleventh Street NW, Fourth Floor, Washington, DC 20001, an office of the surviving corporation.

**EIGHTH:** A copy of the Agreement of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the constituent corporations.

**IN WITNESS WHEREOF,** said surviving corporation has caused this certificate to be signed by an authorized officer, the 22nd day of June, A.D., 2006.

By: 

Name: Thomas P. Staudt

Title: Chief Executive Officer

**STATE OF DELAWARE  
CERTIFICATE OF MERGER OF  
FOREIGN CORPORATION INTO  
A DOMESTIC CORPORATION**

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

**FIRST:** The name of the surviving corporation is Ruesch International, Inc., a Delaware corporation, and the name of the corporation being merged into this surviving corporation is Ruesch International, Inc., NY, a New York corporation.

**SECOND:** The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations pursuant to Title 8 Section 252 of the General Corporation Law of the State of Delaware.

**THIRD:** The name of the surviving corporation is Ruesch International, Inc., a Delaware corporation.

**FOURTH:** The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.

**FIFTH:** The authorized stock and par value of the non-Delaware corporation is 200 no par common stock.

**SIXTH:** The merger is to become effective on June 23, 2006.

**SEVENTH:** The Agreement of Merger is on file at 700 Eleventh Street NW, Fourth floor, Washington, DC 20001, an office of the surviving corporation.

**EIGHTH:** A copy of the Agreement of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the constituent corporations.

**IN WITNESS WHEREOF**, said surviving corporation has caused this certificate to be signed by an authorized officer, the 22nd day of June, A.D., 2006.

By:  \_\_\_\_\_

Name: Thomas P. Staudt

Title: Chief Executive Officer

**STATE OF DELAWARE  
CERTIFICATE OF MERGER OF  
FOREIGN CORPORATION INTO  
A DOMESTIC CORPORATION**

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

**FIRST:** The name of the surviving corporation is Ruesch International, Inc., a Delaware corporation, and the name of the corporation being merged into this surviving corporation is Ruesch International, Inc., a California corporation.

**SECOND:** The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations pursuant to Title 8 Section 252 of the General Corporation Law of the State of Delaware.

**THIRD:** The name of the surviving corporation is Ruesch International, Inc., a Delaware corporation.

**FOURTH:** The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.

**FIFTH:** The authorized stock and par value of the non-Delaware corporation is 10,000 no par common stock.

**SIXTH:** The merger is to become effective on July 14, 2006.

**SEVENTH:** The Agreement of Merger is on file at 700 Eleventh Street NW, Fourth Floor, Washington, DC 20001, an office of the surviving corporation.

**EIGHTH:** A copy of the Agreement of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the constituent corporations.

**IN WITNESS WHEREOF,** said surviving corporation has caused this certificate to be signed by an authorized officer, the 14th day of July, A.D., 2006.

By: 

Name: Thomas P. Staudt

Title: Chief Executive Officer

**STATE OF DELAWARE  
CERTIFICATE OF MERGER OF  
DOMESTIC CORPORATIONS**

Pursuant to Title 8, Section 251(c) of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

**FIRST:** The name of the surviving corporation is Ruesch International, Inc., and the name of the corporation being merged into this surviving corporation is Trancentrix, Inc.

**SECOND:** The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations.

**THIRD:** The name of the surviving corporation is Ruesch International, Inc., a Delaware corporation.

**FOURTH:** The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.

**FIFTH:** The merger is to become effective on February 23, 2007.

**SIXTH:** The Agreement of Merger is on file at 700 Eleventh Street NW, Fourth Floor, Washington, DC 20001, the place of business of the surviving corporation.

**SEVENTH:** A copy of the Agreement of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the constituent corporations.

**IN WITNESS WHEREOF**, said surviving corporation has caused this certificate to be signed by an authorized officer, the 20<sup>th</sup> day of February, A.D., 2007.

By:  \_\_\_\_\_

Name: Thomas P. Staudt

Title: President & Chief Executive Officer

*State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 10:19 AM 02/21/2007  
FILED 09:57 AM 02/21/2007  
SRV 070195498 - 3134298 FILE*