

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	06/14/2007

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Royal & SunAlliance USA, Inc.		06/14/2007	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Arrowpoint Group, Inc.
Street Address:	3600 Arco Corporate Drive
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28273
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 1**

Property Type	Number	Word Mark
Registration Number:	2671364	ARTIS

**CORRESPONDENCE DATA**

Fax Number: (704)444-8807  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: (704) 343-2000  
 Email: gina.eikenberry-wray@hmw.com  
 Correspondent Name: Gina Eikenberry-Wray, Paralegal  
 Address Line 1: 201 North Tryon Street, P.O. Box 31247  
 Address Line 2: Helms Mulliss & Wicker, PLLC  
 Address Line 4: Charlotte, NORTH CAROLINA 28202

ATTORNEY DOCKET NUMBER:	4067751-102
NAME OF SUBMITTER:	Rick Viola
Signature:	/Rick Viola/

CH \$40.00 2671364

Date:

11/26/2007

**Total Attachments: 4**

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### RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

**1. Name of conveying party(ies):**

Royal & SunAlliance USA, Inc.

- Individual(s)                       Association
- General Partnership             Limited Partnership
- Corporation- State: Delaware
- Other \_\_\_\_\_

Citizenship (see guidelines) \_\_\_\_\_

Additional names of conveying parties attached?  Yes  No

**2. Name and address of receiving party(ies)**

Additional names, addresses, or citizenship attached?  Yes  No

Name: Arrowpoint Group, Inc.

Internal \_\_\_\_\_

Address: \_\_\_\_\_

Street Address: 3600 Arco Corporate Drive

City: Charlotte

State: North Carolina

Country: USA Zip: 28273

- Association    Citizenship \_\_\_\_\_
- General Partnership    Citizenship \_\_\_\_\_
- Limited Partnership    Citizenship \_\_\_\_\_
- Corporation    Citizenship Delaware
- Other \_\_\_\_\_    Citizenship \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
(Designations must be a separate document from assignment)

**3. Nature of conveyance )/Execution Date(s) :**

Execution Date(s) 6/14/2007

- Assignment                       Merger
- Security Agreement             Change of Name
- Other \_\_\_\_\_

**4. Application number(s) or registration number(s) and identification or description of the Trademark.**

A. Trademark Application No.(s) \_\_\_\_\_

B. Trademark Registration No.(s)  
2671364

Additional sheet(s) attached?  Yes  No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

ARTIS & DESIGN

**5. Name & address of party to whom correspondence concerning document should be mailed:**

Name: Gina Eikenberry-Wray, Paralegal

Internal Address: Helms Mulliss & Wicker, PLLC

Street Address: 201 North Tryon Street, P.O. Box 31247

City: Charlotte

State: North Carolina Zip: 28202

Phone Number: (704) 343-2000

Fax Number: (704) 444-8807

Email Address: gina.eikenberry-wray@hmv.com

**6. Total number of applications and registrations involved:**

1

**7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$** 40.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

**8. Payment Information:**

a. Credit Card    Last 4 Numbers \_\_\_\_\_  
Expiration Date \_\_\_\_\_

b. Deposit Account Number 502505

Authorized User Name Gina Eikenberry-Wray

**9. Signature:**

*Rick Viola*

Signature

11/16/07

Date

Rick Viola, Attorney

Name of Person Signing

Total number of pages including cover sheet, attachments, and document:

4

# Delaware

PAGE 1

*The First State*

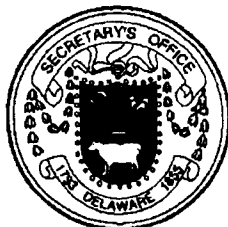
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"ARROWPOINT GROUP, INC.", A DELAWARE CORPORATION,  
WITH AND INTO "ROYAL & SUNALLIANCE USA, INC." UNDER THE NAME OF "ARROWPOINT GROUP, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FOURTH DAY OF JULY, A.D. 2007, AT 11:30 O'CLOCK A.M.

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

2686545 8100M

070846442



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5904720

DATE: 08-06-07

TRADEMARK  
REEL: 003666 FRAME: 0909

**STATE OF DELAWARE  
CERTIFICATE OF OWNERSHIP**

SUBSIDIARY INTO PARENT  
SECTION 253

**CERTIFICATE OF OWNERSHIP  
MERCING**

**ARROWPOINT GROUP, INC.  
INTO  
ROYAL & SUNALLIANCE USA, INC.**

(Pursuant to Section 253 of the General Corporation Law of Delaware)

Royal & SunAlliance USA, Inc., a corporation incorporated on the 21st day of November, 1996, pursuant to the provisions of the General Corporation Law of the State of Delaware;

**DOES HEREBY CERTIFY** that this corporation owns 100% of the capital stock of Arrowpoint Group, Inc., a corporation incorporated on the 4<sup>th</sup> day of January 1978 A.D., pursuant to the provisions of the General Corporation Law of the State of Delaware, and that this corporation, by resolutions of its Board of Directors duly adopted by unanimous consent on the 11th day of June, 2007 A.D., determined to merge into itself said Arrowpoint Group, Inc., effective on the date of filing, which resolutions are in the following words to wit:

**WHEREAS**, the Company owns 100% of the issued and outstanding shares of Arrowpoint Group, Inc. ("AGI"); and

**WHEREAS**, the Board of Directors has declared it advisable and in the best interests of the Company to adopt the Agreement and Plan of Merger with AGI substantially in the form attached hereto; and

**WHEREAS**, the Board of Directors has declared it advisable and in the best interests of the Company, which will be the surviving corporation, to change the name of the Company to Arrowpoint Group, Inc. as of the effective date of the merger; be it and it hereby is

**RESOLVED**, that the Company hereby approves and adopts the Agreement and Plan of Merger with AGI substantially in the form attached hereto; and

**FURTHER RESOLVED**, that the Company hereby approves the change of its name to Arrowpoint Group, Inc. upon the effective date of the merger; and

**FURTHER RESOLVED**, that the terms and conditions of the merger as set forth in the merger agreement be, and it hereby is, approved and adopted, with such changes therein and additions thereto as the President or any Vice President of the Company (the "Proper Officers") executing the merger agreement may in his or their discretion deem appropriate, the execution and delivery of such agreement by such officer or officers to be conclusive evidence of the approval thereof by the Company; and

**FURTHER RESOLVED**, that each of the Proper Officers of the Company be, and each of them hereby is, authorized and directed, in the name and on behalf of the Company, to negotiate, prepare, execute and deliver all such other documents and certificates and take all actions that such Proper Officer or Officers of the Company may in his or their discretion deem necessary or appropriate in order to carry out the full intent and purposes of the foregoing resolutions, the negotiation, preparation, execution, delivery or performance thereof by such officer or officers to be conclusive evidence of the approval thereof by the Company.

**IN WITNESS WHEREOF**, said parent corporation has caused its corporate seal to be affixed and this certificate to be signed by an authorized officer this 14th day of June, 2007, A.D.

By:   
\_\_\_\_\_  
Linda Y. Pettigrew  
Assistant Corporate Secretary

SEAL