

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	02/29/2008

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Victoria Financial Corporation		02/29/2008	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	THI Holdings (Delaware), Inc.
Street Address:	One Nationwide Plaza
Internal Address:	01-07-14
City:	Columbus
State/Country:	OHIO
Postal Code:	43215
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Registration Number:	3119465	VICTORIA INSURANCE
Registration Number:	2226999	SYMPHONY
Registration Number:	2035162	VICTORIA

CORRESPONDENCE DATA

Fax Number: (614)677-2621
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 614-677-5278
 Email: trademark@nationwide.com
 Correspondent Name: Chris G. Garber
 Address Line 1: One Nationwide Plaza
 Address Line 2: 01-07-14
 Address Line 4: Columbus, OHIO 43215

NAME OF SUBMITTER:	Chris G. Garber
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TRADEMARK

OP \$90.00 3119465

Signature:

/Chris G. Garber/

Date:

04/17/2008

Total Attachments: 3

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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 OWNERSHIP, WHICH MERGES:

"VICTORIA FINANCIAL CORPORATION", A DELAWARE CORPORATION, WITH AND INTO "THI HOLDINGS (DELAWARE), INC." UNDER THE NAME OF "THI HOLDINGS (DELAWARE), INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF FEBRUARY, A.D. 2008, AT 7:26 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE TWENTY-NINTH DAY OF FEBRUARY, A.D. 2008.

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

2735015 8100M

080255685



You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6419284

DATE: 03-03-08

TRADEMARK
REEL: 003761 FRAME: 0714

CERTIFICATE OF OWNERSHIP AND MERGER

OF

VICTORIA FINANCIAL CORPORATION
(A Delaware Corporation)

INTO

THI HOLDINGS (DELAWARE), INC.
(A Delaware Corporation)

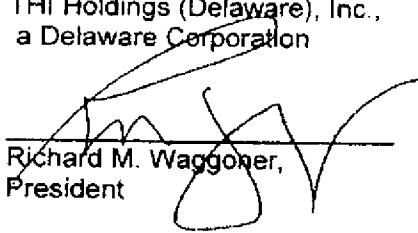
It is certified that:

1. THI Holdings (Delaware), Inc. is a corporation organized in the State of Delaware (the "Company").
2. The Company owns all the outstanding shares of stock of Victoria Financial Corporation, which is a corporation organized in the State of Delaware (the "Subsidiary Company").
3. The laws of the State of Delaware permit the merger of the Subsidiary Company with the Company.
4. The Company hereby merges the Subsidiary Company into the Company.
5. A copy of the resolutions to merge the Subsidiary Company into the Company, as adopted by the Board of Directors of the Company on February 19, 2008, is attached hereto as Exhibit A.
6. The Company hereby agrees to assume all the obligations of the Subsidiary Company.
7. The merger herein provided for shall be effective on February 29, 2008.

Executed on February 28, 2008

COMPANY:

THI Holdings (Delaware), Inc.,
a Delaware Corporation


Richard M. Waggoner,
President

THI HOLDINGS (DELAWARE), INC.
BOARD OF DIRECTORS
ACTION IN WRITING WITHOUT A MEETING

The undersigned, being all of the duly elected directors of THI Holdings (Delaware), Inc., a Delaware corporation (the "Company"), who would be entitled to notice of a board of directors meeting for the purpose of considering the resolutions set forth below, do hereby authorize, consent and adopt the resolutions by unanimous written consent without a meeting:

Authorization of Merger – Victoria Financial Corporation

RESOLVED, that a merger between the Company and its wholly owned subsidiary, Victoria Financial Corporation, a Delaware corporation, whereby the Company would be the surviving company, be, and it hereby is, authorized; and

RESOLVED FURTHER, that the proper officers of the Company be, and they hereby are, authorized and directed, for, and on behalf of the Company, to make, execute and deliver the Certificate Ownership and Merger to the Delaware Division of Corporations; and

Ratification

RESOLVED FURTHER, that any acts of the proper officers of the Company, which acts would have been authorized by the foregoing resolutions except that such acts were taken prior to the adoption of such resolutions, are hereby severally ratified, confirmed, approved and adopted as acts in the name of, and on behalf of, the Company; and

Empowerment

RESOLVED FURTHER, that the proper officers of the Company be, and they hereby are, authorized and empowered to do and perform, or cause to be done and performed, all such acts, deeds and things to make, execute and deliver, or cause to be made, executed and delivered, all such agreements, undertakings, documents, instruments and certificates in the name of, and on behalf of, the Company, or otherwise as such officers may deem necessary or desirable to effectuate and carry out fully the purpose and intent of the foregoing resolutions.

David R Jahn/Nationwide/NWIE	Approved
Michael A Lex/Nationwide/NWIE	Approved
Katherine A Mabe/Nationwide/NWIE	Approved
Eileen A Mallesch/Nationwide/NWIE	Approved
Steve S Rasmussen/Nationwide/NWIE	Approved
Richard M Waggoner/Nationwide/NWIE	Approved
Kirt A Walker/Nationwide/NWIE	Approved

Dated: As of February 19, 2008