

**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
Avon Holdings, LLC		01/17/2008	LIMITED LIABILITY COMPANY: KANSAS

**RECEIVING PARTY DATA**

Name:	Rydex Holdings, LLC
Street Address:	One Security Benefit Place
City:	Topeka
State/Country:	KANSAS
Postal Code:	66636
Entity Type:	LIMITED LIABILITY COMPANY: KANSAS

**PROPERTY NUMBERS Total: 7**

Property Type	Number	Word Mark
Registration Number:	3221452	DYNAMIC ADVANTAGE PROGRAM
Registration Number:	3159361	ESSENTIAL FOR MODERN MARKETS
Registration Number:	3177994	ESSENTIAL FRONTIER
Registration Number:	3234385	ESSENTIAL PORTFOLIO THEORY
Registration Number:	2903769	PRACTICEVALUE
Registration Number:	2036822	RYDEX
Registration Number:	2884930	RYDEX

**CORRESPONDENCE DATA**

Fax Number: (816)292-2001  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 816-292-2000  
 Email: ipdocketing@lathropgage.com  
 Correspondent Name: Alfred R. Hupp, Jr.  
 Address Line 1: 2345 Grand Boulevard

OP \$190.00 3221452

Address Line 2: Suite 2800  
Address Line 4: Kansas City, MISSOURI 64108

ATTORNEY DOCKET NUMBER:	370345
NAME OF SUBMITTER:	Alfred R. Hupp, Jr.
Signature:	/Alfred R. Hupp, Jr./
Date:	08/19/2008

**Total Attachments: 6**

source=Articles of Merger RHI-Avon-Rydex Holdings LLC#page1.tif  
source=Articles of Merger RHI-Avon-Rydex Holdings LLC#page2.tif  
source=Articles of Merger RHI-Avon-Rydex Holdings LLC#page3.tif  
source=Articles of Merger RHI-Avon-Rydex Holdings LLC#page4.tif  
source=Articles of Merger RHI-Avon-Rydex Holdings LLC#page5.tif  
source=Articles of Merger RHI-Avon-Rydex Holdings LLC#page6.tif

ARTICLES OF MERGER

MERGING

Rydex Holdings, Inc.  
(a Maryland corporation)

WITH AND INTO

Avon Holdings, LLC  
(a Kansas limited liability company)

FIRST: Rydex Holdings, Inc., a corporation incorporated, organized, and existing under the laws of the State of Maryland, and Avon Holdings, LLC, a limited liability company formed, organized, and existing under the laws of the State of Kansas, have agreed that said Rydex Holdings, Inc. shall be merged with and into said Avon Holdings, LLC pursuant to an Agreement of Merger by and between Rydex Holdings, Inc. and Avon Holdings, LLC dated January 17, 2008 (the "Agreement"), which Agreement was approved by the board of directors and sole shareholder of Rydex Holdings, Inc. and by the sole Manager and the members of Avon Holdings, LLC. The terms and conditions of the merger and the mode of carrying the same into effect are as herein set forth in these Articles of Merger.

SECOND: Avon Holdings, LLC, a limited liability company formed, organized, and existing under the laws of the State of Kansas, shall survive the merger and shall continue under the name Rydex Holdings, LLC.

THIRD: The parties to the Articles of Merger are Rydex Holdings, Inc., a corporation organized on the 1st day of December, 2005, under the General Corporation Law of the State of Maryland, which corporation was registered to do business in the State of Maryland on the 1st day of December, 2005, and Avon Holdings, LLC, a limited liability company formed, organized, and existing under the Kansas Limited Liability Company Act on the 30<sup>th</sup> day of July, 2007.

FOURTH: The total number of shares of stock of all classes which said Rydex Holdings, Inc. has authority to issue is 50,500 shares of common stock (500 shares of voting common stock and 50,000 shares of non-voting common stock) par value of \$0.01 per share and the total number of shares of stock of all classes which said Rydex Holdings, Inc. has issued is 10,100 (100 shares of voting common stock and 10,000 shares of non-voting common stock), all of which shares are outstanding and owned, both legally and beneficially, by said Avon Holdings, LLC. The total par value of the authorized shares of stock of Rydex Holdings, Inc. is \$505.00 (\$5.00 for the 500 authorized shares of its voting common stock and \$500.00 for the 50,000 authorized shares of its non-voting common stock) and the total par value of the issued and outstanding shares of stock of Rydex Holdings, Inc. is \$101.00 (\$1.00 for the issued and

2008 JAN 18 P 4: 06

RECEIVED  
DEPARTMENT OF  
REVENUE & TAXATION

TRADEMARK

REEL: 003837 FRAME: 0803

outstanding shares of its voting common stock and \$100.00 for the issued and outstanding shares of its non-voting common stock).

The membership interests in each class of membership interest of said Avon Holdings, LLC (there being only one such class) are held 41.6% by Security Benefit Corporation, a Kansas corporation, and 58.4% by Security Benefit Life Insurance Company, a Kansas stock insurance company.

FIFTH: Insofar as (i) all of the outstanding shares of Rydex Holdings, Inc. are owned legally and beneficially by said Avon Holdings, LLC, (ii) said Avon Holdings, LLC has not granted to any other person any rights of any nature to purchase or acquire such shares, and (iii) said Rydex Holdings, Inc. has not issued any form of right to purchase or otherwise acquire any of its authorized shares not outstanding, effective upon the merger of said Rydex Holdings, Inc. with and into said Avon Holdings, LLC, all of the authorized shares of said Rydex Holdings, Inc., including but not limited to those outstanding, shall be extinguished.

SIXTH: The principal office of said Rydex Holdings, Inc. is located in the County of Montgomery, State of Maryland. Said Rydex Holdings, Inc. does not own any interest in or lease any real property in the State of Maryland.

SEVENTH: The location of the principal office of Avon Holdings, LLC, the surviving limited liability company, in the State of Kansas, the state of its formation, is, and following consummation of the merger will be, One Security Benefit Place, Topeka, KS 66636-0001, and the name and post office address of the resident agent of said surviving limited liability company in the State of Maryland will be: The Corporation Trust Incorporated, 300 East Lombard Street, Baltimore, MD 21202.

EIGHTH: The terms and conditions of the merger transaction as set forth in these Articles of Merger were advised, authorized and approved by Rydex Holdings, Inc., in the manner and by the vote required by its charter and the laws of Maryland. The manner in which the merger was approved is as follows:

The merger was (a) duly advised by the board of directors of said Rydex Holdings, Inc., by the adoption on January 17, 2008, of a resolution declaring that the merger herein proposed was advisable substantially upon the terms and conditions set forth in these Articles of Merger, and directing that the proposed merger be submitted for action thereon by the sole stockholder of said corporation, and (b) duly approved by the sole stockholder of said corporation in the manner and by the vote required the laws of the State of Maryland and by the charter and bylaws of Rydex Holdings, Inc.

NINTH: The terms and conditions of the transaction as set forth in these articles were duly advised and authorized and approved by the sole Manager and by the members of said Avon Holdings, LLC in the manner and by the vote required by the laws of the State of Kansas and by the Articles of Organization and the Operating

Agreement of the said limited liability company.

TENTH: The Merger shall be effective upon the later of (i) the filing of the Certificate of Merger in Kansas with the Secretary of State and (ii) the acceptance of the Articles of Merger for recordation by the Maryland State Department of Assessments and Taxation; provided that said Certificate of Merger and said Articles of Merger shall be filed (x) substantially concurrently with the Kansas Secretary of State and the Maryland State Department of Assessments and Taxation, respectively, and (y) promptly, but in any event within 30 days after execution of the Agreement.

[SIGNATURE PAGE TO FOLLOW]

IN WITNESS WHEREOF, Rydex Holdings, Inc. and Avon Holdings, LLC, the parties to the merger, have caused these Articles of Merger to be signed in their respective names and on their behalf by their respective presidents, vice-president or managers and witnessed or attested by their respective secretaries or assistant secretaries, as of the 17<sup>th</sup> day of January, 2008.

Rydex Holdings, Inc.

By: [Signature]  
President

Attest: (Witness)

[Signature]  
Secretary

Avon Holdings, LLC

By: [Signature]  
Manager

Attest: (Witness)

[Signature]  
Secretary

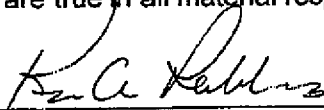
THE UNDERSIGNED, President of Rydex Holdings, Inc., who executed on behalf of said corporation the foregoing Articles of Merger, of which this certificate is made a part, hereby acknowledges, in the name and on behalf of said corporation, the foregoing Articles of Merger to be the corporate act of said corporation and further certifies that, to the best of his/her knowledge, information and belief, the matters and facts set forth therein with respect to the approval thereof are true in all material respects, under the penalties of perjury.



---

Carl G. Verboncoeur, President

THE UNDERSIGNED, Manager of Avon Holdings, Inc., who executed on behalf of said corporation the foregoing Articles of Merger, of which this certificate is made a part, hereby acknowledges, in the name and on behalf of said corporation, the foregoing Articles of Merger to be the corporate act of said corporation and further certifies that, to the best of his/her knowledge, information and belief, the matters and facts set forth therein with respect to the approval thereof are true in all material respects, under the penalties of perjury.



---

Kris A. Robbins, Manager



CT


a Wolters Kluwer business

CT  
300 E Lombard Street  
Suite 1400  
Baltimore MD 21202

410 539 2837 tel  
410 332 1178 fax  
www.ctlegalsolutions.com

**The Corporation Trust Incorporated hereby consents to act as resident agent in Maryland for the entity named in the attached document.**

**The Corporation Trust Incorporated**

  
**Billie J. Swoboda, VP**