

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	06/02/2008

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
RMG-CFRA, LLC		06/02/2008	LIMITED LIABILITY COMPANY:

RECEIVING PARTY DATA

Name:	RMG-IRH, Inc.
Street Address:	2099 Gaither Road, Suite 501
City:	Rockville
State/Country:	MARYLAND
Postal Code:	20850
Entity Type:	CORPORATION:

PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Registration Number:	3443111	CENTER FOR FINANCIAL RESEARCH & ANALYSIS
Registration Number:	3270822	CFRA
Registration Number:	3270820	CFRA
Registration Number:	3454803	CFRA ACCOUNTING LENS
Serial Number:	76666806	CFRA CENTER FOR FINANCIAL RESEARCH & ANALYSIS
Registration Number:	3456094	CFRA LEGAL EDGE
Registration Number:	3270823	ESTABLISHED LEADER. TRUSTED PARTNER.
Serial Number:	76666809	INDUSTRY RISK ASSESSMENT PROFILE
Serial Number:	76666811	IRAP
Registration Number:	3374678	QUICKSCORE
Registration Number:	3270835	

CORRESPONDENCE DATA

900116182

**TRADEMARK
 REEL: 003853 FRAME: 0633**

OP \$290.00 3443111

Fax Number: (212)981-1014
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 2129811076
Email: karen.nemeth@riskmetrics.com
Correspondent Name: RiskMetrics Group, Inc.
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Address Line 2: Attn: Karen Nemeth
Address Line 4: New York, NEW YORK 10005

ATTORNEY DOCKET NUMBER:	CFRA TMS
NAME OF SUBMITTER:	Karen Nemeth
Signature:	/Karen Nemeth/
Date:	09/16/2008

Total Attachments: 3
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Delaware

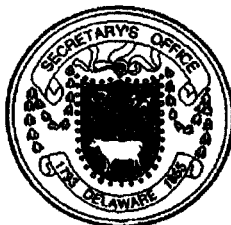
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The First State

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 MERGER, WHICH MERGES:

"RMG-CFRA, LLC", A DELAWARE LIMITED LIABILITY COMPANY, WITH AND INTO "RMG-IRH, INC." UNDER THE NAME OF "RMG-IRH, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SECOND DAY OF JUNE, A.D. 2008, AT 5:45 O'CLOCK P.M.

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



3716744 8100M

080654007

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

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6630440

DATE: 06-02-08

TRADEMARK
REEL: 003853 FRAME: 0635

State of Delaware
Secretary of State
Division of Corporations
Delivered 05:45 PM 06/02/2008
FILED 05:45 PM 06/02/2008
SRV 080654007 - 3716744 FILE

CERTIFICATE OF MERGER
of
RMG-CFRA, LLC
into
RMG-IRH, INC.

Pursuant to Section 264 of the General Corporation Law of the State of Delaware and Section 18-209 of the Delaware Limited Liability Company Act

The undersigned corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware and the undersigned limited liability company organized and existing under and by virtue of the Delaware Limited Liability Company Act,

DO HEREBY CERTIFY THAT:

FIRST: The name and state of formation of each of the constituent entities of the merger are as follows:

- (a) RMG-CFRA, LLC, a Delaware limited liability company, and
- (b) RMG-IRH, INC., a Delaware corporation.

SECOND: An agreement and plan of merger (the "Merger Agreement") between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 264 of the General Corporation Law of the State of Delaware and Section 18-209 of the Delaware Limited Liability Company Act.

THIRD: The name of the surviving corporation is RMG-IRH, INC., a Delaware corporation.

FOURTH: The Certificate of Incorporation of RMG-IRH, INC. shall be the Certificate of Incorporation of the surviving corporation until amended and changed pursuant to the laws of the state of its incorporation.

FIFTH: The executed Merger Agreement is on file at the principal place of business of the surviving corporation. The address of said principal place of business is: 2099 Gaither Road, Suite 501, Rockville, MD 20850.

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

SEVENTH: The Merger shall become effective upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware.


IN WITNESS WHEREOF, the undersigned has caused this Certificate to be executed by a duly authorized officer on this 1st day of June, 2008.

RMG-CFRA, LLC

By: 

Marc Ethan Berman
President

RMG-IRH, INC.

By: 

Marc Ethan Berman
President