

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	04/01/2008

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Pitney Bowes MapInfo Corporation		03/25/2008	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Pitney Bowes Software Inc.
Street Address:	4200 Parliament Place
Internal Address:	Suite 600
City:	Lanham
State/Country:	MARYLAND
Postal Code:	20706-1860
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Serial Number:	77345609	THOMPSON

CORRESPONDENCE DATA

Fax Number: (203)924-3919
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 2039243579
 Email: iptl@pb.com, kathryn.belleau@pb.com
 Correspondent Name: Kathryn Grant Belleau
 Address Line 1: 35 Waterview Drive
 Address Line 2: P.O.Box 3000
 Address Line 4: Shelton, CONNECTICUT 06484

ATTORNEY DOCKET NUMBER:	THOMPSON
NAME OF SUBMITTER:	Kathryn Grant Belleau

CH \$40.00 77345609

Signature:	/KGB/
Date:	09/17/2008
Total Attachments: 6 source=MERGER - PB MapInfo#page1.tif source=MERGER - PB MapInfo#page2.tif source=MERGER - PB MapInfo#page3.tif source=MERGER - PB MapInfo#page4.tif source=MERGER - PB MapInfo#page5.tif source=MERGER - PB MapInfo#page6.tif	

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 MERGER, WHICH MERGES:

"PITNEY BOWES MAPINFO CORPORATION", A DELAWARE CORPORATION, WITH AND INTO "GROUP 1 SOFTWARE, INC." UNDER THE NAME OF "PITNEY BOWES SOFTWARE INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIRST DAY OF APRIL, A.D. 2008, AT 1:03 O'CLOCK P.M.

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

2141932 8100M

080380880

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



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6492401

DATE: 04-01-08

TRADEMARK
REEL: 003854 FRAME: 0847

**CERTIFICATE OF MERGER OF
PITNEY BOWES MAPINFO CORPORATION INTO GROUP 1 SOFTWARE,
INC.**

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

FIRST: The name of the surviving corporation is Group 1 Software, Inc., a Delaware corporation (the "Surviving Corporation"), and the name of the corporation being merged into the Surviving Corporation is Pitney Bowes MapInfo Corporation, a Delaware corporation.

SECOND: On March 25, 2008, the Agreement of Merger has been approved, adopted, certified, executed and acknowledged by the Board of Directors of each of the constituent corporations.

THIRD: The Certificate of Incorporation of the Surviving Corporation shall be its Certificate of Incorporation.

FOURTH: Article First of the Certificate of Incorporation of the Surviving Corporation shall be amended to read:

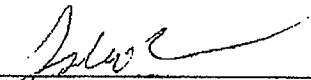
"FIRST: The name of the corporation is: Pitney Bowes Software Inc."

FIFTH: The merger is to become effective upon filing of the Certificate of Merger.

SIXTH: The Agreement of Merger is on file at 4200 Parliament Place, Suite 600, Lanham, Maryland, 20706-1860, 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 and 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 1st day of April, 2008.

By: 
Authorized Officer

Name: Leslie Abi-Karam
Print or Type

Title: Chief Operating Officer

AGREEMENT AND PLAN
OF MERGER OF
PITNEY BOWES MAPINFO CORPORATION
WITH AND INTO
GROUP 1 SOFTWARE, INC.

Now on this 25th day of March 2008, the parties hereto have entered into the following Agreement and Plan of Merger pursuant to Section 251 of the General Corporation Law of the State of Delaware:

WITNESSETH:

WHEREAS, Group 1 Software, Inc. (the "Company") is a corporation duly organized and existing under the laws of the State of Delaware; and

WHEREAS, Pitney Bowes MapInfo Corporation ("PBMIC") is a corporation duly organized and existing under the laws of the State of Delaware; and

WHEREAS, the Company filed its Certificate of Incorporation in the office of the Secretary of State of Delaware on October 27, 1987; and

WHEREAS, PBMIC filed its Certificate of Incorporation in the office of the Secretary of State of Delaware on July 1, 1997; and

WHEREAS, the Board of Directors of each of the Company and PBMIC deems it desirable and advisable, upon the terms and subject to the conditions herein stated, that PBMIC be merged with and into the Company, and that the Company be the surviving corporation (the "Merger").

NOW, THEREFORE, it is agreed as follows:

Section 1

Conversion of Stock

1.1 At the Effective Time (as hereinafter defined), PBMIC shall be merged with and into the Company, with the Company as the sole surviving corporation (the "Surviving Corporation").

1.2 At the Effective Time:

(a) Each then-outstanding share of capital stock of the Company shall, by virtue of the Merger and without any action on the part of the holder thereof, remain unchanged and continue to remain outstanding as one share of capital stock of the Surviving Corporation.

(b) Each then-outstanding share of capital stock of PBMIC shall, by virtue of the Merger and without any action on the part of the holder thereof, be canceled and no consideration shall be issued in respect thereof.

Section 2

Effective Time

2.1 If this Agreement and Plan of Merger is duly adopted by the Board of Directors and stockholders of each of the Company and PBMIC and is not terminated in accordance with Section 4 hereof, a certificate of merger reflecting this Agreement and Plan of Merger shall be filed with the Secretary of State of the State of Delaware.

2.2 The Merger shall become effective (the "Effective Time") at the time of the filing of said certificate of merger with the Secretary of State of the State of Delaware or at such other time as agreed to by the parties hereto and set forth in said certificate of merger.

Section 3

Certificate of Incorporation and By-Laws

3.1 At the Effective Time, the Amended and Restated Certificate of Incorporation of the Company, as amended through the Effective Time, shall be the Amended and Restated Certificate of Incorporation of the Surviving Corporation; provided that, the Amended and Restated Certificate of Incorporation of the Surviving Corporation shall be amended at the Effective Time to change the name of the Surviving Corporation to Pitney Bowes Software Inc.

3.2 At the Effective Time, the By-laws of the Company, as amended through the Effective Time, shall be the By-laws of the Surviving Corporation until further amended in accordance with the provisions thereof and of applicable law.

Section 4

Amendment and Termination

4.1 At any time prior to the Effective Time, this Agreement and Plan of Merger may be amended, to the fullest extent permitted by applicable law, by an agreement in writing duly approved by the Board of Directors of each of the Company and PBMIC.

4.2 At any time prior to the Effective Time, notwithstanding approval of this Agreement and Plan of Merger by the stockholders of the Company and/or PBMIC, this Agreement and Plan of Merger may be terminated and abandoned by the Board of Directors of the Company.

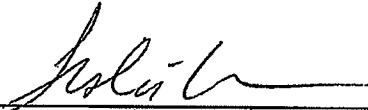
Section 5

Governing Law

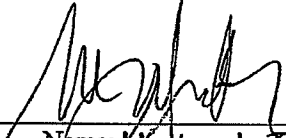
5.1 This Agreement and Plan of Merger shall be governed and construed in accordance with the laws of the State of Delaware.

IN WITNESS WHEREOF, Group 1 Software, Inc. and Pitney Bowes MapInfo Corporation have caused this Agreement and Plan of Merger to be executed by its duly authorized officers, as of the 25th day of March 2008.

GROUP 1 SOFTWARE, INC.

By: 
Name: Leslie Abi-Karam
Title: Chief Operating Officer

PITNEY BOWES MAPINFO CORPORATION

By: 
Name: Michael J. Hickey
Title: President