

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|-----------------------|----------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | MERGER |
| EFFECTIVE DATE: | 01/01/2009 |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|-------|----------|----------------|---------------------|
| INPUT | | 12/16/2008 | CORPORATION: NEVADA |

RECEIVING PARTY DATA

| | |
|-------------------|---------------------------|
| Name: | INPUT, INC. |
| Street Address: | 11720 Plaza America Drive |
| Internal Address: | Suite 1200 |
| City: | Reston |
| State/Country: | VIRGINIA |
| Postal Code: | 20190 |
| Entity Type: | CORPORATION: DELAWARE |

PROPERTY NUMBERS Total: 13

| Property Type | Number | Word Mark |
|----------------------|---------|-------------------------|
| Registration Number: | 1179113 | INPUT |
| Registration Number: | 1224189 | INPUT/OUTPUT |
| Registration Number: | 1528180 | CONNECTIVITY WORLD |
| Registration Number: | 1572344 | INPUT |
| Registration Number: | 2874359 | INPUT/OUTPUT |
| Registration Number: | 2791419 | MYINPUT |
| Registration Number: | 2788957 | INPUT |
| Registration Number: | 2886511 | FEDBD TOOLKIT |
| Registration Number: | 3186468 | INPUT NETWORK |
| Registration Number: | 3338305 | INPUT EXECUTIVE PROGRAM |
| Registration Number: | 3338306 | IEP |
| Registration Number: | 2111801 | IMPACT |

CH \$340.00 1179113

Serial Number:

77453433

GOVEDGE

CORRESPONDENCE DATA

Fax Number: (650)833-2001

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 650.833.2434

Email: carolanne.bashir@dlapiper.com

Correspondent Name: George Limbach

Address Line 1: 2000 University Avenue

Address Line 4: East Palo Alto, CALIFORNIA 94303

ATTORNEY DOCKET NUMBER:

351911-900900

NAME OF SUBMITTER:

George C. Limbach

Signature:

/George C. Limbach/

Date:

01/12/2009

Total Attachments: 3

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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:

"INPUT", A NEVADA CORPORATION,

WITH AND INTO "INPUT, INC." UNDER THE NAME OF "INPUT, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SIXTEENTH DAY OF DECEMBER, A.D. 2008, AT 5:22 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JANUARY, A.D. 2009.

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

4601596 8100M

081202093

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



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 7031641

DATE: 12-17-08

TRADEMARK
REEL: 003916 FRAME: 0794

STATE OF DELAWARE
CERTIFICATE OF MERGER OF
INPUT
(a Nevada corporation)
WITH AND INTO
INPUT, INC.
(a Delaware corporation)

The undersigned corporation, INPUT, Inc., a Delaware corporation (the "Surviving Corporation"), which is the surviving corporation in the merger described herein, hereby states as follows:

1. The name and state of incorporation of each of the constituent entities are as follows:

| <u>Name of Entity</u> | <u>State of Incorporation</u> |
|-----------------------|-------------------------------|
| INPUT | Nevada |
| INPUT, Inc. | Delaware |

2. An Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent entities in accordance with Title 8 of Section 252 of the General Corporation Law of the State of Delaware. The approval of the stockholders of the Surviving Corporation is not required because no shares of stock of the Surviving Corporation will be issued or outstanding until the merger has been effected.

3. The name of the surviving corporation is INPUT, Inc., a Delaware corporation.

4. The Certificate of Incorporation of the Surviving Corporation shall be its Certificate of Incorporation.

5. The merger is to become effective on January 1, 2009.

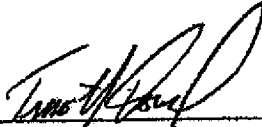
6. The executed Agreement and Plan of Merger is on file at the principal place of business of the Surviving Corporation, which is located at 11720 Plaza America Drive, Suite 1200, Reston, Virginia 20190.

7. A copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of the Surviving Corporation.

8. The authorized capital stock of INPUT, a Nevada corporation (the "Merged Corporation"), is as follows: (i) the total number of shares of capital stock of all classes which the Merged Corporation has authority to issue is twenty million (20,000,000) shares, \$0.01 par value per share; (ii) the Merged Corporation is authorized to issue one class of stock, designated "Common Stock"; and (iii) the total number of shares of Common Stock that the Merged Corporation is authorized to issue is twenty million (20,000,000) shares, \$0.01 par value per share.

IN WITNESS WHEREOF, INPUT, Inc., a Delaware corporation, has caused this Certificate of Merger to be executed by its duly authorized President and Chief Executive Officer as of the 16th day of December, 2008.

INPUT, Inc.,
a Delaware corporation

By: 
Name: Timothy Dowd
Title: President and Chief Executive Officer

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