

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	04/30/2008		
<b>CONVEYING PARTY DATA</b>			
Name	Formerly	Execution Date	Entity Type
TaxStream, LLC		03/24/2008	LIMITED LIABILITY COMPANY: DELAWARE
<b>RECEIVING PARTY DATA</b>			
Name:	Thomson Professional & Regulatory Inc.		
Street Address:	2395 Midway Road		
City:	Carrollton		
State/Country:	TEXAS		
Postal Code:	75006		
Entity Type:	CORPORATION: TEXAS		
<b>PROPERTY NUMBERS Total: 2</b>			
Property Type	Number	Word Mark	
Registration Number:	3486969	TAXSTREAM	
Registration Number:	2654159	TAXSTREAM	
<b>CORRESPONDENCE DATA</b>			
Fax Number:	(212)996-9579		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	646-223-7981		
Email:	Trademarks@Montagulaw.com		
Correspondent Name:	MontaguLaw, P.C.		
Address Line 1:	1120 Avenue of the Americas		
Address Line 2:	4th Floor		
Address Line 4:	New York, NEW YORK 10036		
NAME OF SUBMITTER:	Paula K. Upson		
Signature:	/pku/		

CH \$65.00 3486969

Date:

04/06/2009

**Total Attachments: 7**

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## Office of the Secretary of State

May 01, 2008

Corporation Service Company  
701 Brazos, Suite 1050  
Austin, TX 78701 USA

RE:  
THOMSON PROFESSIONAL & REGULATORY INC. ( File Number: 25758900 )

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It has been our pleasure to approve and place on record the filing instrument effecting a merger. The appropriate evidence of filing is attached for your files. Payment of the filing fee is acknowledged by this letter.

If we can be of further service at any time, please let us know.

Sincerely,

Corporations Section  
Business & Public Filings Division

Enclosure



## Office of the Secretary of State

### CERTIFICATE OF MERGER

The undersigned, as Secretary of State of Texas, hereby certifies that a filing instrument merging

TaxStream, LLC  
Foreign Limited Liability Company (LLC)  
Delaware, USA  
[Entity not of Record, Filing Number Not Available]

Into

THOMSON PROFESSIONAL & REGULATORY INC.  
Domestic For-Profit Corporation  
[File Number: 25758900]

has been received in this office and has been found to conform to law.

Accordingly, the undersigned, as Secretary of State, and by the virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing the acceptance and filing of the merger on the date shown below.

Dated: 04/30/2008

Effective: 04/30/2008



A handwritten signature in black ink that reads "Phil Wilson".

Phil Wilson  
Secretary of State

*Come visit us on the internet at <http://www.sos.state.tx.us/>*

ARTICLES OF MERGER  
OF  
TAXSTREAM, LLC  
INTO  
THOMSON PROFESSIONAL & REGULATORY INC.

**FILED**  
In the Office of the  
Secretary of State of Texas  
APR 30 2008  
**Corporations Section**

To Secretary of State  
State of Texas

Pursuant to the provisions of Article 5.16 of the Texas Business Corporation Act, the domestic parent corporation hereinafter named does hereby adopt the following articles of merger for the purpose of merging its foreign wholly-owned limited liability company subsidiary into said domestic parent corporation.

FIRST: The name of the domestic parent corporation is Thomson Professional & Regulatory Inc. (the "Surviving Corporation"), and the jurisdiction under which it is organized is the State of Texas.

SECOND: The name of the limited liability company subsidiary is TaxStream, LLC (the "Terminating Company"), and the jurisdiction under which it is organized is the State of Delaware.

THIRD: The Surviving Corporation owns 100% of the membership interests of the Terminating Company.

FOURTH: Attached hereto and made a part hereof is a copy of the resolutions to merge the Terminating Company into the Surviving Corporation as adopted by the Board of Directors of the Surviving Corporation on March 24, 2008.

FIFTH: The approval of the Plan and Agreement of Merger was duly authorized by all action required by the laws under which the Terminating Company was organized and by its constituent documents.

SIXTH: The Surviving Corporation will be responsible for the payment of all fees and franchise taxes due, including on behalf of the Terminating Company, and will be obligated to pay such fees and franchise taxes if the same are not timely paid.

SEVENTH: The merger herein provided for shall be effective on April 30, 2008.

Executed on this 24th day of March, 2008.

THOMSON PROFESSIONAL & REGULATORY INC.

By: 

Helen V. Stamatiadis, Assistant Secretary

PLAN AND AGREEMENT OF MERGER

OF

TAXSTREAM, LLC  
(a Delaware limited liability company)

AND

THOMSON PROFESSIONAL & REGULATORY INC.  
(a Texas corporation)

PLAN AND AGREEMENT OF MERGER entered into on March 24, 2008 by and between TaxStream, LLC (the "Terminating Company"), a limited liability company organized under the laws of the State of Delaware, and Thomson Professional & Regulatory Inc. ("Thomson"), a business corporation organized under the laws of the State of Texas.

WHEREAS, the Delaware Limited Liability Company Act permits a merger of a limited liability company of the State of Delaware with and into a business corporation of another jurisdiction; and

WHEREAS, the Texas Business Corporation Act permits the merger of a limited liability company of another jurisdiction with and into a business corporation of the State of Texas; and

WHEREAS, the Managers and sole Member of the Terminating Company have declared it advisable and to the advantage, welfare, and best interests of the Terminating Company and its sole Member to merge the Terminating Company with and into Thomson, with Thomson as the surviving corporation (the "Surviving Corporation"), pursuant to the provisions of the Delaware Limited Liability Company Act upon the terms and conditions hereinafter set forth; and

WHEREAS, the Board of Directors of Thomson has declared it advisable and to the advantage, welfare, and best interests of Thomson to merge the Terminating Company with and into Thomson pursuant to the provisions of the Texas Business Corporation Act upon the terms and conditions hereinafter set forth.

NOW, THEREFORE, in consideration of the mutual covenants and agreements set forth in this Agreement, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

1. Terminating Company and Thomson shall, pursuant to the provisions of the Delaware Limited Liability Company Act and the provisions of the Texas Business Corporation Act, be merged with and into a single corporation, to wit, the Surviving Corporation (the

STM 245392.2

"*Merger*"), which shall be the surviving corporation from and after the effective time of the Merger (the "*Effective Time*").

2. The present Articles of Incorporation of Thomson as the same are in force and effect immediately prior to the Effective Time shall be the Articles of Incorporation of the Surviving Corporation at the Effective Time without any amendment thereto.

3. The present by-laws of Thomson as the same are in force and effect immediately prior to the Effective Time shall be the by-laws of the Surviving Corporation at the Effective Time without any amendment thereto.

4. The directors and officers of Thomson as the same are in office immediately prior to the Effective Time shall be the members of the Board of Directors and the officers of the Surviving Corporation at the Effective Time, all of whom shall hold their directorships and offices until the election and qualification of their respective successors or until their tenure is otherwise terminated in accordance with the by-laws of the Surviving Corporation.

5. All outstanding membership interests of the Terminating Company are owned of record and beneficially by Thomson. As of the Effective Time, by virtue of the Merger and without any action on the part of the holder of any membership interest of the Terminating Company, each membership interest of the Terminating Company, whether held in the treasury of the Terminating Company or issued and outstanding, shall automatically be cancelled and retired and shall cease to exist, and no consideration shall be delivered in exchange therefor.

6. Each shareholder of Thomson whose shares are outstanding immediately prior to the Effective Time will as of the Effective Time hold the same number of shares of the Surviving Corporation, with the identical designations, preferences, limitations and relative rights thereof. Each certificate of Thomson evidencing ownership of any capital stock of Thomson shall evidence, from and after the Effective Time, ownership of such shares of the Surviving Corporation.

7. The Surviving Corporation does hereby (i) agree that it may be served with process in the State of Delaware in any action, suit or proceeding for the enforcement of any obligation of the Terminating Company, (ii) irrevocably appoint the Secretary of State of the State of Delaware as its agent to accept service of process in any such action, suit or other proceedings; and (iii) specify the following address without the State of Delaware to which a copy of such process shall be mailed by the Secretary of State of the State of Delaware:

Thomson Professional & Regulatory Inc.  
c/o The Thomson Corporation  
Metro Center  
One Station Place  
Stamford, CT 06902  
Attention: Legal Department

8. In the event that this Plan and Agreement of Merger shall have been fully approved and adopted by the Terminating Company in accordance with the provisions of the Delaware Limited Liability Company Act and by Thomson in accordance with the provisions of the Texas Business Corporation Act, the said corporation and limited liability company agree that they will cause to be executed and filed and recorded any document or documents prescribed by the laws of the State of Delaware and by the laws of the State of Texas, and that they will cause to be performed all necessary acts within the State of Delaware and the State of Texas and elsewhere, in each case to effectuate the Merger herein provided for.

9. The managers, officers and sole member of the Terminating Company and the Board of Directors and officers of Thomson, including as the Surviving Corporation, are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan and Agreement of Merger or of the Merger herein provided for.

*[Signature page follows.]*



IN WITNESS WHEREOF, this Plan and Agreement of Merger is hereby certified, executed and acknowledged upon behalf of each of the constituent corporations parties thereto.

Dated:

March 24, 2008

TAXSTREAM, LLC

By: 

Name: Helen V. Stamatiadis  
Title: Assistant Secretary

THOMSON PROFESSIONAL & REGULATORY INC.

March 24, 2008

By: 

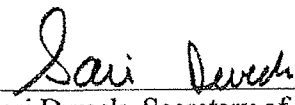
Name: Sari Dweck  
Title: Vice President

#### CERTIFICATE OF SECRETARY OF TAXSTREAM, LLC

The undersigned, being the Secretary of TaxStream, LLC, does hereby certify that:

The sole member of TaxStream, LLC has given its consent to the adoption of the foregoing Plan and Agreement of Merger, in accordance with the provisions of Section 18-209 of the Limited Liability Company Act of the State of Delaware.

Dated: March 24, 2008

  
Sari Dweck, Secretary of TaxStream, LLC