

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/31/2008		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
CLASSESUSA.COM, INC.		12/16/2008	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	LIM Holdings, Inc.		
Street Address:	475 Anton Boulevard		
City:	Costa Mesa		
State/Country:	CALIFORNIA		
Postal Code:	92626		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	3086845	ONLINE DEGREES	
Registration Number:	2980316	CLASSESUSA	
Registration Number:	2982463	CLASSESUSA.COM	
CORRESPONDENCE DATA			
Fax Number:	(312)222-0818		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	312.222.0800		
Email:	jhbrown@michaelbest.com		
Correspondent Name:	Jeffrey H. Brown		
Address Line 1:	Michael Best & Friedrich LLP		
Address Line 2:	180 N. Stetson, Suite 2000		
Address Line 4:	CHICAGO, ILLINOIS 60601		
ATTORNEY DOCKET NUMBER:	017721-9001		

CH \$90.00 3086845

NAME OF SUBMITTER:	Jeffrey H. Brown
Signature:	/Jeffrey H. Brown/
Date:	05/29/2009
Total Attachments: 3 source=C0942247#page1.tif source=C0942247#page2.tif source=C0942247#page3.tif	

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:

"CLASSESUSA.COM, INC.", A DELAWARE CORPORATION,
WITH AND INTO "LIM HOLDINGS, INC." UNDER THE NAME OF "LIM HOLDINGS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF DECEMBER, A.D. 2008, AT 9:46 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2008.

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

3946894 8100M

081236484

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



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 7052499

DATE: 12-30-08

TRADEMARK

REEL: 003996 FRAME: 0398

**STATE OF DELAWARE
CERTIFICATE OF MERGER
DOMESTIC CORPORATIONS**

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

- First: The name of the surviving corporation is LIM Holdings, Inc., a Delaware corporation, and the name of the corporation being merged into this surviving corporation is classesUSA.com, Inc., a Delaware corporation.
- Second: The Agreement and Plan of Merger has been certified, approved, adopted, executed and acknowledged by each of the constituent corporations.
- Third: The name of the surviving corporation is LIM Holdings, Inc., a Delaware corporation.
- Fourth: The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.
- Fifth: The merger is to become effective on December 31, 2008.
- Sixth: The executed Agreement and Plan of Merger is on file at 475 Anton Boulevard, Costa Mesa, California 92626, the place of business of the surviving corporation.
- Seventh: A copy of the Agreement and Plan of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the constituent corporations.

[Signature page to follow]

IN WITNESS WHEREOF, said surviving corporation has caused this certificate to be signed by an authorized officer, this 16th day of December, 2008.

LIM HOLDINGS, INC.

By:



Scott Leslie, Secretary