

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	10/01/2009

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
MICROEDGE, INC.		10/01/2009	CORPORATION: NEW YORK
MICROEDGE MERGER SUB, LLC		10/01/2009	LIMITED LIABILITY COMPANY: NEW YORK

**RECEIVING PARTY DATA**

Name:	MICROEDGE, LLC
Street Address:	619 West 54th Street
Internal Address:	10th Floor
City:	New York
State/Country:	NEW YORK
Postal Code:	10019
Entity Type:	LIMITED LIABILITY COMPANY: NEW YORK

**PROPERTY NUMBERS Total: 11**

Property Type	Number	Word Mark
Registration Number:	2949070	DONORCENTRAL
Registration Number:	2812793	ESSENTIAL GIFTS
Registration Number:	2073723	GIFTS
Registration Number:	2839910	GIFTS CONNECTIONS
Registration Number:	2816535	MICROEDGE
Registration Number:	3391240	MICRO EDGE
Registration Number:	2447267	MICROEDGE
Registration Number:	2824873	MYGIFTS
Registration Number:	2952691	REVIEWERCONNECT
Registration Number:	2812794	SOLUTIONS FOR EFFECTIVE GIVING

CH \$290.00 2949070

Serial Number:

78721689

MICROEDGE PORTICO

**CORRESPONDENCE DATA**

Fax Number: (212)446-4900

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

Phone: 2129093078

Email: susan.zablocki@kirkland.com

Correspondent Name: Susan Zablocki

Address Line 1: Kirkland & Ellis LLP

Address Line 2: 601 Lexington Avenue

Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER:

38123-59

NAME OF SUBMITTER:

Susan Zablocki

Signature:

//susan zablocki//

Date:

10/05/2009

**Total Attachments: 5**

source=Certificate of Merger Microedge#page1.tif

source=Certificate of Merger Microedge#page2.tif

source=Certificate of Merger Microedge#page3.tif

source=Certificate of Merger Microedge#page4.tif

source=Certificate of Merger Microedge#page5.tif

# ***STATE OF NEW YORK***

## ***DEPARTMENT OF STATE***

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the Department of State, at the City of Albany, on October 2, 2009.

A handwritten signature in black ink, appearing to read "Daniel E. Shapiro".

Daniel E. Shapiro  
First Deputy Secretary of State

Rev. 05/09

CSC 45  
DRAW DOWN

091001000862

New York State  
Department of State  
Division of Corporations, State Records and Uniform Commercial Code  
One Commerce Plaza, 99 Washington Avenue  
Albany, NY 12231  
www.dos.state.ny.us

**CERTIFICATE OF MERGER  
OF**

MicroEdge Inc.  
*(Insert Name of Domestic Entity)*

**AND**

Microedge Merger Sub, LLC  
*(Insert Name of Domestic Limited Liability Company)*

**INTO**

Microedge Merger Sub, LLC  
*(Insert Name of Domestic Limited Liability Company)*

**Under Section 1003 of the Limited Liability Company Law**

**FIRST:** The name (and if the name has been changed, the name under which it was formed) and jurisdiction of formation or organization of each domestic limited liability company or other domestic business entity that is to merge is:

MicroEdge Inc., incorporated under the laws of the State of New York  
Microedge Merger Sub, LLC, formed under the laws of the State of New York

**SECOND:** For each domestic limited liability company and domestic other business entity, the date when its initial articles of organization or formation document was filed with Department of State is:

The certificate of incorporation of MicroEdge Inc. was filed on the 24th day of September, 1985.  
The certificate of formation of Microedge Merger Sub, LLC was filed on the 22nd day of July, 2009.

**THIRD:** The name of the surviving domestic limited liability company is: Microedge Merger Sub, LLC  
The name of the surviving LLC shall be changed to Microedge, LLC

**FOURTH:** The agreement of merger has been approved and executed by each of the domestic limited liability companies or domestic other business entities that is a party thereto.

**FIFTH:** The future effective date of the merger, which does not exceed 30 days from the date of filing, is:

**SIXTH:** The Secretary of State is designated as agent of the surviving limited liability company upon whom process against it may be served. The address within or without this state to which the Secretary of State shall mail a copy of any process against the limited liability company served upon him or her is:

Corporation Service Company, 80 State Street, Albany, NY 12207-2543

**SEVENTH:** The agreement of merger is on file at the following place of business of the surviving domestic limited liability company:

619 West 84th Street, 10th Floor, New York, NY 10019

**EIGHTH:** A copy of the agreement of merger will be furnished by the surviving domestic limited liability company on request and without cost to any member of any domestic limited liability company or to any person holding an interest in any other business entity that is to merge pursuant to such agreement.

MicroEdge Inc.

*(Name of Domestic Entity)*

X *Stephanie DiMarco*

*(Signature)*

Stephanie DiMarco

*(Type or print name)*

President & CEO

*(Title of signer)*

Microedge Merger Sub, LLC

*(Name of Domestic Limited Liability Company)*

X \_\_\_\_\_

*(Signature)*

Robert Smith

*(Type or print name)*

President / Authorized Person

*(Title of signer)*

**SEVENTH:** The agreement of merger is on file at the following place of business of the surviving domestic limited liability company:

619 West 54th Street, 10th Floor, New York, NY 10019

**EIGHTH:** A copy of the agreement of merger will be furnished by the surviving domestic limited liability company on request and without cost to any member of any domestic limited liability company or to any person holding an interest in any other business entity that is to merge pursuant to such agreement.

MicroEdge Inc.  
(Name of Domestic Entity)  
**X**  
(Signature)  
Stephanie DiMarzio  
(Type or print name)  
President & CEO  
(Title of signer)

Microedge Merger Sub, LLC  
(Name of Domestic Limited Liability Company)  
**X**  
(Signature)  
Robert Smith  
(Type or print name)  
President / Authorized Person  
(Title of signer)

CSC 45  
DRAW DOWN

091001000 862

CERTIFICATE OF MERGER  
OF

MicroEdge Inc.  
*(Insert Name of Domestic Entity)*

AND

Microedge Merger Sub, LLC  
*(Insert Name of Domestic Limited Liability Company)*

INTO

Microedga Merger Sub, LLC  
*(Insert Name of Domestic Limited Liability Company)*

100  
STATE OF NEW YORK  
DEPARTMENT OF STATE

Under Section 1003 of the Limited Liability Company Law

FILED OCT 0 1 2009

TAXES  
BY: *[Signature]*

Filed by: Holly Magno, Kirkland & Ellis  
*(Name)*

555 California St., 27th Floor  
*(Mailing address)*

San Francisco, CA 94104  
*(City, State and ZIP code)*

*Cust Ref 142518 MPT*

NOTE: This form was prepared by the New York State Department of State for filing a certificate of merger with a domestic business entity into a domestic limited liability company survivor. The certificate must be signed on behalf of each entity. It does not contain all optional provisions under the law. You are not required to use this form. You may draft your own form or use forms available at legal supply stores. The Department of State recommends that legal documents be prepared under the guidance of an attorney. The certificate must be submitted with a \$60 filing fee made payable to the Department of State.

*(For office use only)*

091001000 963

2009 OCT -1 PM 3: 38

FILED

DOS-1372 (Rev. 5/08)

2009 OCT -1 PM 3: 29

RECEIVED