

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	10/14/2004		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Upstate Group, Inc.		10/14/2004	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Upstate Group, LLC		
<b>Street Address:</b>	5655 Spalding Drive		
<b>City:</b>	Norcross		
<b>State/Country:</b>	GEORGIA		
<b>Postal Code:</b>	30092		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Serial Number:	76566927	4G10	
<b>CORRESPONDENCE DATA</b>			
Fax Number:	(617)951-8736		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	6179518000		
Email:	jennifer.kagan@bingham.com		
Correspondent Name:	Jennifer Kagan		
Address Line 1:	One Federal Street		
Address Line 2:	Bingham McCutchen LLP		
Address Line 4:	Boston, MASSACHUSETTS 02110		
ATTORNEY DOCKET NUMBER:	DANAF-024		
NAME OF SUBMITTER:	Jennifer Kagan		
Signature:	/jenniferkagan/		

OP \$40.00 76566927

Date:

03/04/2010

**Total Attachments: 3**

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# Delaware

PAGE 1

*The First State*

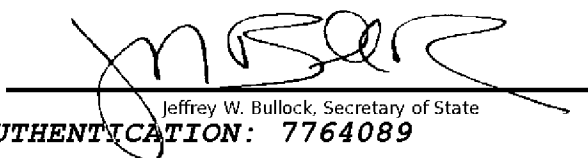
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"UPSTATE GROUP, INC.", A DELAWARE CORPORATION,  
WITH AND INTO "CAVALIER ACQUISITION COMPANY, LLC" UNDER THE NAME OF "UPSTATE GROUP, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FOURTEENTH DAY OF OCTOBER, A.D. 2004, AT 4:34 O'CLOCK P.M.

3844760 8100M

100048857



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7764089

DATE: 01-19-10

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

TRADEMARK  
REEL: 004161 FRAME: 0815

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 05:20 PM 10/14/2004  
FILED 04:34 PM 10/14/2004  
SRV 040744022 - 3844760 FILE

**CERTIFICATE OF MERGER  
OF  
UPSTATE GROUP, INC.  
WITH AND INTO  
CAVALIER ACQUISITION COMPANY, LLC**

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Pursuant to Section 18-209 of the Delaware  
Limited Liability Company Act

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Cavalier Acquisition Company, LLC, a Delaware limited liability company, does hereby certify that:

1. The name and state of domicile of each of the constituent entities is:

<u>Name</u>	<u>State</u>
Cavalier Acquisition Company, LLC	Delaware
Upstate Group, Inc.	Delaware

2. An Agreement and Plan of Merger has been approved and executed by each of Cavalier Acquisition Company, LLC and Upstate Group, Inc. in accordance with Section 18-209 of the Delaware Limited Liability Company Act.

3. Cavalier Acquisition Company, LLC is the company surviving the merger (the "Surviving Company").

4. An executed copy of the Agreement and Plan of Merger is on file at the place of business of the Surviving Company, which is 5655 Spalding Drive, Norcross, Georgia 30092

5. A copy of the Agreement and Plan of Merger will be furnished by the Surviving Company, on request and without cost, to any shareholder of any constituent corporation or any member of any constituent limited liability company.

6. The merger shall become effective upon the filing of this Certificate of Merger with the Office of the Secretary of State of Delaware.

7. The Certificate of Formation of the Surviving Company shall be amended to change the name of the Surviving Company to Upstate Group, LLC upon the filing of this Certificate of Merger with the Office of the Secretary of State of Delaware.

IN WITNESS WHEREOF, this Certificate of Merger has been duly executed as of the 14<sup>th</sup> day of October, 2004 and is being filed in accordance with Section 18-209 of the Delaware Limited Liability Company Act.

CAVALIER ACQUISITION COMPANY, LLC



By: Philip A. Theodore

Title: Vice President and Secretary