

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Mercy Ships		12/01/2008	Nonprofit Corporation:

RECEIVING PARTY DATA

Name:	Mercy Ships
Street Address:	15862 Highway 110 North
City:	Garden Valley
State/Country:	TEXAS
Postal Code:	75771
Entity Type:	Nonprofit Corporation:

PROPERTY NUMBERS Total: 12

Property Type	Number	Word Mark
Registration Number:	2455473	MERCY SHIPS
Registration Number:	2487254	MERCY SHIPS
Registration Number:	2569313	MERCY SHIPS
Registration Number:	2570865	MERCY SHIPS
Registration Number:	3663026	MERCY SHIPS
Registration Number:	3631037	MERCY SHIPS
Registration Number:	3631038	MERCY SHIPS
Registration Number:	2634362	MERCY MINUTE
Registration Number:	2614504	MERCY TEAMS
Registration Number:	2687957	MERCY CATALOGUE
Registration Number:	1595696	SHIPMATE
Registration Number:	2597487	MERCY CATALOGUE

OP \$315.00 2455473

CORRESPONDENCE DATA

Fax Number: (703)761-5023
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 7037615000
Email: trademark@gg-law.com
Correspondent Name: Nancy Oliver LeSourd
Address Line 1: Gammon & Grange, P.C.
Address Line 2: 8280 Greensboro Dr., 7th Floor
Address Line 4: McLean, VIRGINIA 22102

ATTORNEY DOCKET NUMBER:	0870
NAME OF SUBMITTER:	Kenneth E. Liu
Signature:	/Kenneth E. Liu/
Date:	05/27/2010

Total Attachments: 5
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Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Hope Andrade
Secretary of State

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

JUN 30 2009

00980582

Office of the Secretary of State

CERTIFICATE OF MERGER

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

Mercy Ships
Foreign Nonprofit Corporation
California, USA
[Entity not of Record, Filing Number Not Available]

Into

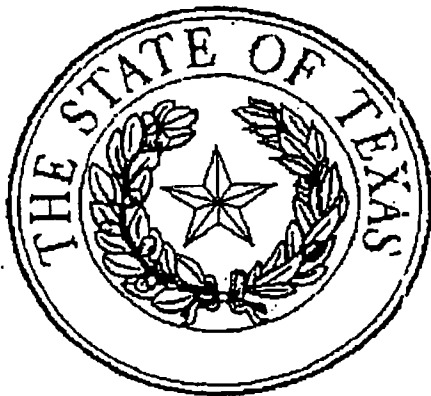
Mercy Ships
[Prior Name : Mercy Ships Operations]
Domestic Nonprofit Corporation
[File Number: 800961211]

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: 12/08/2008

Effective: 01/01/2009



Hope Andrade
Secretary of State

CERTIFICATE OF MERGER
OF MERCY SHIPS,
A California Nonprofit Religious Corporation,
WITH AND INTO
MERCY SHIPS OPERATIONS,
A Texas Nonprofit Corporation

Pursuant to chapter 10 and Title 2 of the Texas Business Organizations Code, and Sections 1108(d), 6010(b), 6010(c), 9640, and 6013 through 6022 of the California Corporations Code, Mercy Ships and Mercy Ships Operations, which collectively shall be referred to as the "Constituent Corporations," hereby submit this Certificate of Merger.

ARTICLE 1. Mercy Ships, the Merging, Disappearing / Non-Surviving Corporation.

1.1. Mercy Ships is a nonprofit religious corporation originally organized under the laws of California under the name YWAM-Mercy Ships on December 21, 1982. The California Secretary of State File Number is C1165123. Mercy Ships registered to transact business in the State of Texas on September 6, 1989. The Texas Secretary of State File Number is 8136807.

1.2. Mercy Ships has no corporate members and no stock.

1.3. Mercy Ships' registered office within the State of California is 1001 Damascus Cir., Costa Mesa, California 92629-1608, and its principal place of business is PO Box 2020, Lindale, Texas 75771.

1.4. Mercy Ships will not survive the merger.

ARTICLE 2. Mercy Ships Operations, the Surviving Corporation.

2.1. Mercy Ships Operations is a nonprofit corporation organized under the laws of Texas on April 4, 2008. The Texas Secretary of State File Number is 800961211.

2.2. Mercy Ships Operations has no corporate members and no stock.

2.3. Mercy Ships Operations' registered office and principal place of business within the State of Texas is 15862 Highway 110 North, Garden Valley, Texas 75771.

2.4. Mercy Ships Operations will survive the merger.

2.5. The plan of merger amends the name of the organization. The new name is Mercy Ships.

ARTICLE 3. Plan of Merger.

The Plan of Merger (which is entitled the "Plan and Agreement of Merger") is attached.

ARTICLE 4. Signed Plan on File.

A signed Plan and Agreement of Merger is on file at the principal place of business of the surviving corporation.

ARTICLE 5. Amendment.

The Plan and Agreement of Merger effects an amendment to the Certificate of Formation of Mercy Ships Operations in that it changes the name of the surviving corporation from Mercy Ships Operations to Mercy Ships.

ARTICLE 6. Approvals.

The Plan and Agreement of Merger has been approved as required by the laws of the jurisdiction by each organization that is a party to the merger consistent with the governing documents of those organizations. Since Mercy Ships and Mercy Ships Operations have no corporate members and no stock, no member approval is required by the provisions of the Texas Business Organizations Code.

ARTICLE 7. Effectiveness of Filing.

This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is January 1, 2009.

ARTICLE 8. Execution.

The undersigned signs this document subject to the penalties imposed by the laws of the State of Texas for the submission of a materially false or fraudulent instrument.

The undersigned also certifies under penalty of perjury under the laws of the State of California that the foregoing is true and correct of his own knowledge.

Date: December 1, 2008.

MERCY SHIPS

By: Donald K. Stephens
Donald K. Stephens, President

MERCY SHIPS OPERATIONS

By: Donald K. Stephens
Donald K. Stephens, President

Attest:

By: Kerry D. Peterson
Kerry D. Peterson, Secretary

Attest:

By: Kerry D. Peterson
Kerry D. Peterson, Secretary

STATE OF Texas)
) ss
COUNTY OF Smith)

On this the 1st day of Dec, 2008, before me Joanne Connors (notary public), the undersigned, personally appeared DONALD K. STEPHENS and KERRY D. PETERSON who acknowledged themselves to be the President and Secretary, respectively, of MERCY SHIPS OPERATIONS, and that they, as such President and Secretary, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by themselves as President and Secretary.

In witness whereof I hereunto set my hand and official seal.



Joanne Connors
Notary Public

TRADEMARK
REEL: 004213 FRAME: 0984

PLAN AND AGREEMENT OF MERGER

This Plan and Agreement of Merger (this "Plan and Agreement") dated this 1st day of December, 2008, is entered by and between Mercy Ships, a California nonprofit religious corporation (the "California Corporation"), and Mercy Ships Operations, a Texas nonprofit corporation (the "Texas Corporation") (collectively, the "Constituent Corporations").

WITNESSETH:

WHEREAS, the California Corporation (1) was incorporated on December 21, 1982 under the name YWAM-Mercy Ships and subsequently changed its name to Mercy Ships; (2) is validly organized and duly existing under Section 9120, and Sections 9130 through 9134 of the California Statutes (the "California Corporations Code"); and (3) has no corporate members and no stock;

WHEREAS, the California Corporation's registered office within the State of California is 1001 Damascus Circle, Costa Mesa, California 92629-1608, and its principal place of business is PO Box 2020, Lindale, Texas 75771;

WHEREAS, the Texas Corporation (1) was incorporated on April 4, 2008; (2) is validly organized and duly existing under Title 1, chapter 3, subchapter A, of the Texas Statutes (the "Texas Business Organizations Code"); and (3) has no corporate members and no stock; and

WHEREAS, the Texas Corporation's registered office and principal place of business within the state of Texas is 15862 Highway 110 North, Garden Valley, Texas 75771.

NOW THEREFORE, in consideration of the mutual promises and covenants contained herein, it is hereby agreed that the California corporation shall be merged with and into the Texas corporation, as the surviving corporation, pursuant to the California Corporations Code and the Texas Business Organizations Code, and the Constituent Corporations hereby agree upon, prescribe, and set forth the terms and conditions of the merger, and the mode of carrying the same into effect, as follows:

ARTICLE 1. Effective Date.

For all purposes of this Plan and Agreement, the term "Effective Date" shall mean the date on which the Certificate of Merger is effective, which shall be January 1, 2009.

ARTICLE 2. Merger.

On the Effective Date, the California Corporation shall be merged with and into the Texas corporation. The Texas Corporation shall be the surviving corporation of such merger. Accordingly, the separate corporate existence of the California corporation shall cease, as provided by Section 10.008 of the Texas Business Organizations Code and Section 6019.1(h)(3) of the California Corporations Code.

ARTICLE 3. Amendments.

The Certificate of Formation and Bylaws of the Texas Corporation in effect on the Effective Date shall be the Certificate of Formation and Bylaws of the surviving corporation, except that the Certificate of Formation and Bylaws shall be amended by changing the corporate name from Mercy Ships Operations to Mercy Ships.

TRADEMARK

REEL: 004213 FRAME: 0985

ARTICLE 4. Rights and Responsibilities of Surviving Corporation.

On the Effective Date, the Texas Corporation's rights and responsibilities shall include, but not be limited to:

4.1. All of the rights, privileges, powers, franchises, and immunities, both public and private, of each of the Constituent Corporations;

4.2. All property, real, personal or mixed, and all interests belonging to each of the Constituent Corporations; and

4.3. All debts, liabilities, obligations, restrictions, and duties of each of the Constituent Corporations..

ARTICLE 5. Board Approval.

5.1. This Plan and Agreement was submitted to the Board of Directors of the California Corporation for its consideration and vote, at a meeting duly called on December 1, 2008 and held in accordance with, and upon such notice as required by, the California Corporations Code and the Articles of Incorporation and Bylaws of the California Corporation. This Plan and Agreement was advised, authorized, and approved by at least a two-thirds majority of the directors of the California Corporation present at the meeting.

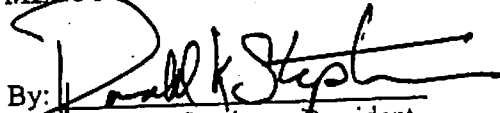
5.2. This Plan and Agreement was submitted to the Board of Directors of the Texas Corporation for its consideration and vote, at a meeting duly called on December 1, 2008 and held in accordance with, and upon such notice as required by, the Texas Business Organizations Code and the Certificate of Formation and Bylaws of the Texas Corporation. This Plan and Agreement was advised, authorized, and approved by at least a two-thirds majority of the directors of the Texas Corporation present at the meeting.

ARTICLE 6. Execution of Certificate of Merger.

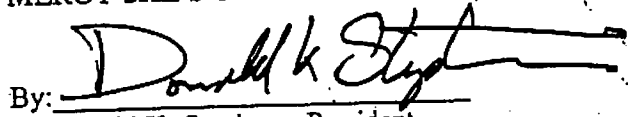
The duly authorized officers of each of the Constituent Corporations shall sign the Certificate of Merger to which this Plan and Agreement is attached and, prior to the Effective Date, shall file the Certificate of Merger and this Plan and Agreement in the manner required by the Texas Business Organizations Code and the California Corporations Code.

IN WITNESS WHEREOF, each of the Constituent Corporations has caused this Plan and Agreement to be executed on its behalf by its duly authorized officers, all as of the day and year first written above.

MERCY SHIPS

By: 
Donald K. Stephens, President

MERCY SHIPS OPERATIONS

By: 
Donald K. Stephens, President