

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	06/30/2008

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
B-R Corp. of North Carolina		06/13/2008	CORPORATION: NORTH CAROLINA

RECEIVING PARTY DATA

Name:	Bertholon-Rowland Corp.
Street Address:	120 Broadway
City:	New York
State/Country:	NEW YORK
Postal Code:	10005
Entity Type:	CORPORATION: NEW YORK

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	2531670	TRAVEL INSURANCE SELECT
Registration Number:	2996951	AFFINITY ACCESS

CORRESPONDENCE DATA

Fax Number: (202)955-5564
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Email: kimberly.hoover@hklaw.com
 Correspondent Name: Kimberly Hoover
 Address Line 1: 2099 Pennsylvania Avenue NW
 Address Line 2: Suite 100
 Address Line 4: Washington, DISTRICT OF COLUMBIA 20006

ATTORNEY DOCKET NUMBER:	83471-61
NAME OF SUBMITTER:	Paul F. Kilmer

900190417

**TRADEMARK
 REEL: 004529 FRAME: 0959**

OP \$65.00 2531670

Signature:	/paul f. kilmer/
Date:	04/27/2011
Total Attachments: 6 source=B-R Corp. of NC.NY Evidence.062408#page1.tif source=B-R Corp. of NC.NY Evidence.062408#page2.tif source=B-R Corp. of NC.NY Evidence.062408#page3.tif source=B-R Corp. of NC.NY Evidence.062408#page4.tif source=B-R Corp. of NC.NY Evidence.062408#page5.tif source=B-R Corp. of NC.NY Evidence.062408#page6.tif	

FILING RECEIPT

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ENTITY NAME: BERTHOLON-ROWLAND CORP.

DOCUMENT TYPE: MERGER (DOM. BUSINESS)

COUNTY: NEWY

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FILED: 06/24/2008 DURATION: ***** CASH#: 080624000197 FILM #: 080624000172

FILER:

EFFECT DATE

JESSICA STOCKEL, USI HOLDINGS
CORPORATION, 555 PLEASANTVILLE ROAD

06/30/2008

BRIARCLIFF MANOR, NY 10510

ADDRESS FOR PROCESS:

REGISTERED AGENT:

CONSTITUENT NAME: B-R CORP. OF NORTH CAROLINA

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SERVICE COMPANY: CT CORPORATION SYSTEM - 07

SERVICE CODE: 07

FEEs 120.00

FILING 60.00
TAX 0.00
CERT 0.00
COPIES 10.00
HANDLING 50.00

PAYMENTS 120.00

CASH 0.00
CHECK 0.00
CHARGE 0.00
DRAWDOWN 120.00
OPAL 0.00
REFUND 0.00

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DOS-1025 (04/2007)

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
June 24, 2008.

Paul LaPointe

Paul LaPointe
Special Deputy Secretary of State

CT-07

CERTIFICATE OF MERGER

OF

B-R Corp. of North Carolina

INTO

Bertholon-Rowland Corp.

Under Sections 905 of the Business Corporations Law

The undersigned, Arnol Kaplan and Mary S. Curley, being the President and Secretary of Bertholon-Rowland Corp., a domestic corporation duly organized and existing under and by virtue of the laws of the State of New York,

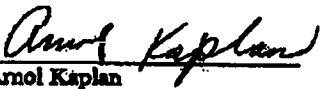
1. (a) The name of the corporation to be merged is B-R Corp. of North Carolina (the "Merging Corporation"). The Merging Corporation is organized under the laws of the State of North Carolina. The Articles of Incorporation of the Merging Corporation were filed with the Secretary of State of North Carolina on April 21, 1994. No application by Merging Corporation for authority to do business in the State of New York has been filed with the Department of State of the State of New York.
- (b) The name of the surviving corporation is Bertholon-Rowland Corp. (the "Surviving Corporation") The Certificate of Incorporation of the Surviving Corporation was filed with the New York Secretary of State on August 23, 1951.
2. The number of issued outstanding shares of common stock of the Merging Corporation is 100,000 shares. All of the issued and outstanding shares of common stock of the Merging Corporation are held by the Surviving Corporation. The Merging Corporation does not have any other class of stock.
3. The Effective Date of the Merger shall be June 30, 2008
4. The Plan and Agreement of Merger of B-R Corp. of North Carolina with and into Bertholon-Rowland Corp. was adopted by the board of directors of the Surviving Corporation on June 13, 2008. The Surviving Corporation is the owner of one hundred percent of the issued and outstanding shares, and the parent corporation of, the Merging Corporation.
5. The Merging Corporation has complied with the applicable provisions of the laws of North Carolina under which it is incorporated, and this merger is permitted by such


laws. The manner in which the merger was authorized in respect of the Merging Corporation was by filing Articles of Merger with the Secretary of State of North Carolina.

[signature page(s) follow]

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the 13th day of June, 2008.

Bertholon-Rowland Corp.


Arnot Kaplan
President

(ATTESTED:

Mary S. Curley
Secretary

080624000172

CT-07

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CERTIFICATE OF MERGER

OF

B-R CORP. OF NORTH CAROLINA

INTO

BERTHOLON-ROWLAND CORP

Under Section 905 of the Business Corporation Law

2008 JUN 24 11:19:21

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED JUN 24 2008
TAX \$ _____
BY: *dm*

DRAWDOWN

HT

Filed by:

Jessica Stockel
USI Holdings Corporation
555 Pleasantville Road
Briarcliff manor
NY 10510

Cust Ref 7275845 CAS

2008 JUN 23 PM 4: 05

RECEIVED

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