

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	03/09/2012		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	Transparent Financial Services, Inc.		03/09/2012
			Entity Type
			CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Groupon FeeFighters, Inc.		
Street Address:	600 West Chicago Avenue		
Internal Address:	Suite 620		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60654		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 3			
	Property Type	Number	Word Mark
	Serial Number:	85372607	SAMURAI
	Serial Number:	85372636	SAMURAI BY FEEFIGHTERS
	Registration Number:	3961417	FEEFIGHTERS
CORRESPONDENCE DATA			
Fax Number:	(312)236-7516		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	312-368-4000		
Email:	mary.wysocki@dlapiper.com		
Correspondent Name:	Jennifer E. Lacroix		
Address Line 1:	P. O. Box 64807		
Address Line 4:	Chicago, ILLINOIS 60664-0807		

CH \$90.00 85372607

ATTORNEY DOCKET NUMBER:	366675-000063
NAME OF SUBMITTER:	Jennifer E. Lacroix
Signature:	/Jennifer E. Lacroix/
Date:	04/02/2012
Total Attachments: 2 source=Certificate of Merger#page1.tif source=Certificate of Merger#page2.tif	

Delaware

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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:

"TRANSPARENT FINANCIAL SERVICES, INC.", A DELAWARE CORPORATION,

WITH AND INTO "GROUPON FEEFIGHTERS, INC." UNDER THE NAME OF "GROUPON FEEFIGHTERS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE NINTH DAY OF MARCH, A.D. 2012, AT 6:27 O'CLOCK P.M.


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

5120914 8100M

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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9422221

DATE: 03-09-12

TRADEMARK
REEL: 004749 FRAME: 0897

**STATE OF DELAWARE
CERTIFICATE OF MERGER OF
DOMESTIC CORPORATION
INTO A
DOMESTIC CORPORATION**

Pursuant to Title 8, Section 251 of the Delaware General Corporation Law (“*DGCL*”), the undersigned corporations executed the following Certificate of Merger:

FIRST: The name of the surviving corporation is **Groupon FeeFighters, Inc.** and the name of the corporation being merged into this surviving corporation is **Transparent Financial Services, Inc.** and each of the foregoing corporations is incorporated in the State of Delaware.

SECOND: The Agreement and Plan of Merger has been approved, adopted, executed and acknowledged by each of the constituent corporations in accordance with Section 251 of the *DGCL*.

THIRD: The name of the surviving corporation is **Groupon FeeFighters, Inc.**

FOURTH: The merger is to become effective upon filing of this Certificate of Merger.

FIFTH: The Agreement and Plan of Merger is on file at 600 West Chicago Avenue, Suite 620, Chicago, Illinois 60654, the place of business of the surviving corporation.

SIXTH: A copy of the Agreement and Plan of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: The Certificate of Incorporation of the surviving corporation shall be the Certificate of Incorporation.

IN WITNESS WHEREOF, the surviving corporation has caused this certificate to be signed by an authorized officer, the 9th day of March, 2012.

GROUPON FEEFIGHTERS, INC.

By: /s/ Andrew Mason
Name: Andrew Mason
Title: President