

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	04/26/2012		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Experient Holding Company Inc.		04/26/2012	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Experient Inc.		
Street Address:	2500 Enterprise Parkway East		
City:	Twinsberg		
State/Country:	OHIO		
Postal Code:	44087		
Entity Type:	CORPORATION: OHIO		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	85451506	EDGE	
Serial Number:	85195351	SWAP	
CORRESPONDENCE DATA			
Fax Number:	3146673633		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	314-552-6000		
Email:	ipdocket@thompsoncoburn.com		
Correspondent Name:	Steven M. Ritchey		
Address Line 1:	One US Bank Plaza		
Address Line 4:	St. Louis, MISSOURI 63101		
ATTORNEY DOCKET NUMBER:	4720-102843		
NAME OF SUBMITTER:	Steven M. Ritchey		

Signature:	/Steven M. Ritchey/
Date:	06/01/2012
<p>Total Attachments: 8</p> <p>source=Conversion#page1.tif</p> <p>source=Conversion#page2.tif</p> <p>source=Conversion#page3.tif</p> <p>source=Conversion#page4.tif</p> <p>source=Conversion#page5.tif</p> <p>source=Conversion#page6.tif</p> <p>source=Conversion#page7.tif</p> <p>source=Conversion#page8.tif</p>	



DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
04/26/2012	201211700336	MERGER/DOMESTIC (MER)	125.00	300.00	.00	.00	.00

Receipt

This is not a bill. Please do not remit payment.

C.T. CORPORATION SYSTEM
JAMES H. TANKS, III
4400 EASTON COMMONS WAY, SUITE 125
COLUMBUS, OH 43219

**STATE OF OHIO
CERTIFICATE**

Ohio Secretary of State, Jon Husted

451570

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

EXPERIENT INC.

and, that said business records show the filing and recording of:

Document(s)
MERGER/DOMESTIC

Document No(s):
201211700336



United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 26th day of April, A.D. 2012.

Jon Husted

Ohio Secretary of State

**TRADEMARK
REEL: 004793 FRAME: 0669**

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:

"EXPERIENT HOLDING COMPANY INC.", A DELAWARE CORPORATION, WITH AND INTO "EXPERIENT INC." UNDER THE NAME OF "EXPERIENT INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF OHIO, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SIXTH DAY OF APRIL, A.D. 2012, AT 8:30 O'CLOCK A.M.

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

5145534 8100M

120475762



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9531305

DATE: 04-26-12

TRADEMARK
REEL: 004793 FRAME: 0670

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

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of each constituent corporation is Experient Inc., an Ohio corporation, and Experient Holding Company Inc., a Delaware corporation.

SECOND: The Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations pursuant to Title 8, Section 252.

THIRD: The name of the surviving corporation is Experient Inc., an Ohio corporation (the "Surviving Entity").

FOURTH: The Certificate of Incorporation of Surviving Entity shall be its Certificate of Incorporation.

FIFTH: The Merger is to become effective upon the filing of this Certificate of Merger.

SIXTH: The Agreement and Plan of Merger is on file at 2500 Enterprise Parkway East, Twinsburg, Ohio 44087, the place of business of Surviving Entity.

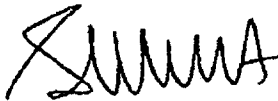
SEVENTH: A copy of the Agreement and Plan of Merger will be furnished by Surviving Entity on request, without cost, to any stockholder of the constituent corporations.

EIGHT: Surviving Entity agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of the surviving corporation arising from this merger, including any suit or other proceeding to enforce the rights of any stockholders as determined in appraisal proceedings pursuant to the provisions of Section 262 of the Delaware General Corporation laws, and irrevocably appoints the Secretary of State of Delaware as its agent to accept services of process in any such suit or proceeding. The Secretary of State shall mail any such process to Surviving Entity at 2500 Enterprise Parkway East, Twinsburg, Ohio 44087.

[Signature Page Follows]

IN WITNESS WHEREOF, the Surviving Entity has caused this certificate to be signed
by an authorized officer, this 26th day of April, 2012.

EXPERIENT INC.

By: 
Steven M. Gallant, Assistant Secretary

AGREEMENT AND PLAN OF MERGER

This Agreement and Plan of Merger ("Agreement of Merger") is entered into as of April 26, 2012 by and between Experient Holding Company Inc., a Delaware corporation ("Merging Entity"), and Experient Inc., an Ohio corporation ("Surviving Entity"). Merging Entity and Surviving Entity are sometimes referred to herein as the "Constituent Entities."

RECITAL

The Board of Directors of Merging Entity and the Board of Directors of Surviving Entity each deem it advisable and in the best interests of each of the Constituent Entities and their respective shareholders that Merging Entity be merged with and into Surviving Entity (the "Merger") in accordance with the terms and conditions of this Agreement of Merger and the statutes of the Constituent Entities' jurisdictions of incorporation and organization applicable to such merger (the "Merger Statutes").

The Merger is intended to qualify as a tax free reorganization under Section 368(a) of the Internal Revenue Code of 1986, as amended (the "Code"), and this Agreement of Merger shall constitute a plan of reorganization under the Code.

AGREEMENT

In consideration of the premises and the mutual covenants and agreements herein contained, the parties agree as follows:

ARTICLE ONE

The Merger

1.1 At the Effective Time (as defined below), Merging Entity shall merge with and into Surviving Entity in accordance with the terms and conditions of this Agreement of Merger and the Merger Statutes. Thereupon, the separate existence of Merging Entity shall cease, and Surviving Entity shall be the entity surviving the Merger and shall continue to exist under and be governed by the General Corporation Law of Ohio.

1.2 The Merger shall become effective as of the date and time identified as the effective date and time of the Merger in the Certificate of Merger filed with the Secretary of State of Ohio in accordance with the Merger Statutes (the "Effective Time").

1.3 The Merger shall have the effect specified in the Merger Statutes. All property, real, personal and mixed, of each of the Constituent Entities, and all debts due to any of them, shall be vested automatically in Surviving Entity, without further act or deed. Surviving

Entity shall henceforth be responsible and liable for all the liabilities and obligations of each of the Constituent Entities, and any claim or judgment against any of the Constituent Entities may be enforced against Surviving Entity. Merging Entity hereby appoints Surviving Entity as its attorney-in-fact with the right to execute and deliver on behalf of Merging Entity any and all agreements, documents and instruments (including but not limited to vehicle certificates of title) as any officer of Surviving Entity may deem appropriate in order to evidence the vesting in Surviving Entity of any and all property of the Merging Entity.

ARTICLE TWO

Articles of Incorporation and By-Laws

2.1 At the Effective Time, the Articles of Incorporation and By-Laws of Surviving Entity in effect immediately prior to the Effective Time shall be the Articles of Incorporation and By-Laws of the entity surviving the Merger until thereafter amended in the manner provided by law and in accordance with the Articles of Incorporation and By-Laws of Surviving Entity.

ARTICLE THREE

Directors and Officers

3.1 From and after the Effective Time, the Board of Directors and officers of Surviving Entity immediately prior to the Effective Time shall be the Board of Directors and officers of the entity surviving the Merger, until thereafter changed in the manner provided by law and in accordance with the requirements of the Articles of Incorporation and By-Laws of Surviving Entity; in each case each Director and officer shall serve until his or her successor is duly elected or appointed, as applicable, and qualified in accordance with the Articles of Incorporation and By-Laws of Surviving Entity.

ARTICLE FOUR

Manner of Converting Equity Interests

4.1 At the Effective Time and by virtue of the Merger and without any action on the part of the holder thereof:

(a) Each share of capital stock of Surviving Entity issued and outstanding immediately prior to the Effective Time shall continue in existence after the Effective Time unaffected by the Merger.

(b) Each share of the capital stock of Merging Entity issued and outstanding immediately prior to the Effective Time shall be deemed automatically retired and cancelled as of the Effective Time and no consideration shall be issued in respect thereof.

ARTICLE FIVE

Termination

5.1 At any time prior to the Effective Time this Agreement of Merger may be terminated and the Merger abandoned by the Board of Directors of any of the Constituent Entities and in such event, this Agreement of Merger shall have no further force or effect and there shall be no liability on the part of the parties hereto.

ARTICLE SIX

Counterparts

6.1 This Agreement of Merger may be executed in any number of counterparts, each of which shall be deemed an original, and all of such counterparts together shall constitute one and the same instrument.

ARTICLE SEVEN

Amendment

7.1 At any time prior to the Effective Time and subject to applicable law, this Agreement of Merger may be amended, modified or supplemented only by written agreement of the Constituent Entities executed by their respective duly authorized representatives.

ARTICLE EIGHT

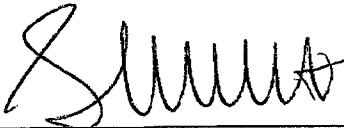
Governing Law

8.1 This Agreement of Merger shall be governed by, and construed under, the laws of the State of Ohio (without regard to conflict of laws principles), all rights and remedies being governed by said laws.

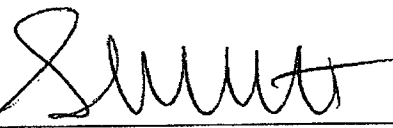
[Signature Page Follows]

IN WITNESS WHEREOF, each party has caused this Agreement of Merger to be executed by its duly authorized representative.

EXPERIENT HOLDING COMPANY INC.

By 
Steven M. Gallant, Vice President and Secretary

EXPERIENT INC.

By 
Steven M. Gallant, Assistant Secretary