

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/31/2010		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	Cetera Brokers Network, LLC		12/31/2010
			LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Cetera Financial Group, Inc.		
Street Address:	200 N. Sepulveda Blvd., Suite 1200		
City:	El Segundo		
State/Country:	CALIFORNIA		
Postal Code:	90245		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 5			
	Property Type	Number	Word Mark
	Registration Number:	3764318	FLEXINSURED ACCOUNT
	Registration Number:	3578407	M
	Registration Number:	3610806	MULTIFINANCIAL SECURITIES CORPORATION
	Registration Number:	3743278	SKILLBUILDER U
	Registration Number:	3912040	SMARTWORKS
CORRESPONDENCE DATA			
Fax Number:	3128637865		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	312-201-3865		
Email:	sharon.patterson@goldbergekohn.com		
Correspondent Name:	Sharon Patterson, Paralegal		
Address Line 1:	Goldberg Kohn Ltd., 55 E. Monroe St.		
Address Line 2:	Ste. 3300		

OP \$140.00 3764318

Address Line 4: Chicago, ILLINOIS 60603

ATTORNEY DOCKET NUMBER: 4975.247

NAME OF SUBMITTER: Sharon Patterson

Signature: /sharon patterson/

Date: 06/27/2012

Total Attachments: 2

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**STATE OF DELAWARE
CERTIFICATE OF MERGER OF
CETERA BROKERS NETWORK, LLC,
A DELAWARE LIMITED LIABILITY COMPANY
WITH AND INTO
CETERA FINANCIAL GROUP, INC.,
A DELAWARE CORPORATION**

Pursuant to Title 8, Section 264(c) of the Delaware General Corporation Law and Title 6, Section 18-209 of the Delaware Limited Liability Company Act, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of the surviving corporation is Cetera Financial Group, Inc., a Delaware corporation, and the name of the limited liability company being merged into this surviving corporation is Cetera Brokers Network, LLC.

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by the surviving corporation and the merging limited liability company.

THIRD: The name of the surviving corporation is Cetera Financial Group, Inc.

FOURTH: The merger is to become effective at 12 a.m. on December 31, 2010.

FIFTH: The Agreement of Merger is on file at 200 N. Sepulveda Blvd. El Segundo, California 90245, the place of business of the surviving corporation.

SIXTH: A copy of the Agreement of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of any constituent corporation or member of any constituent limited liability company.

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

[Signature on following page]

IN WITNESS WHEREOF, the surviving corporation has caused this certificate to be signed by an authorized officer as of the 22 day of December, 2010.

By: 

Jon Frojen
Authorized Officer

LA11201418

RECORDED: 06/27/2012

TRADEMARK
REEL: 004808 FRAME: 0968