

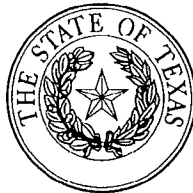
TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	01/01/2013		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	Techinsurance Group, LLC		12/27/2012
			LIMITED LIABILITY COMPANY: TEXAS
RECEIVING PARTY DATA			
Name:	BIN INSURANCE HOLDINGS, LLC		
Street Address:	401 S. Lasalle Street, Suite 1102		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60605		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 3			
	Property Type	Number	Word Mark
	Registration Number:	4142949	INSUREON
	Registration Number:	2364402	TECHINSURANCE
	Registration Number:	3634568	TECHFINANCIAL
CORRESPONDENCE DATA			
Fax Number:	3059615812		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	3055790812		
Email:	mrv@gtlaw.com		
Correspondent Name:	Greenberg Traurig Attn: Manuel Valcarcel		
Address Line 1:	333 Avenue of the Americas, Suite 4400		
Address Line 4:	Miami, FLORIDA 33131		
ATTORNEY DOCKET NUMBER:	127185.010600		

CH \$90.00 4142949

NAME OF SUBMITTER:	Manuel Valcarcel
Signature:	/Manuel Valcarcel/
Date:	01/04/2013
Total Attachments: 9 source=TX Merger Filing#page1.tif source=TX Merger Filing#page2.tif source=TX Merger Filing#page3.tif source=TX Merger Filing#page4.tif source=TX Merger Filing#page5.tif source=TX Merger Filing#page6.tif source=Certificate of Merger-Techinsurance into BIN INSURANCE HOLDINGS, LLC#page1.tif source=Certificate of Merger-Techinsurance into BIN INSURANCE HOLDINGS, LLC#page2.tif source=Certificate of Merger-Techinsurance into BIN INSURANCE HOLDINGS, LLC#page3.tif	



Office of the Secretary of State

December 28, 2012

Capitol Services Inc
P O Box 1831
Austin, TX 78767 USA

RE:
BIN INSURANCE HOLDINGS, LLC (File Number: 801251639)

It has been our pleasure to approve and place on record the filing instrument effecting a merger. The appropriate evidence of filing is attached for your files. Payment of the filing fee is acknowledged by this letter.

If we can be of further service at any time, please let us know.

Sincerely,

Corporations Section
Business & Public Filings Division

Enclosure



Office of the Secretary of State

CERTIFICATE OF MERGER

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

Techinsurance Group, LLC
Domestic Limited Liability Company (LLC)
[File Number: 800900120]

Into

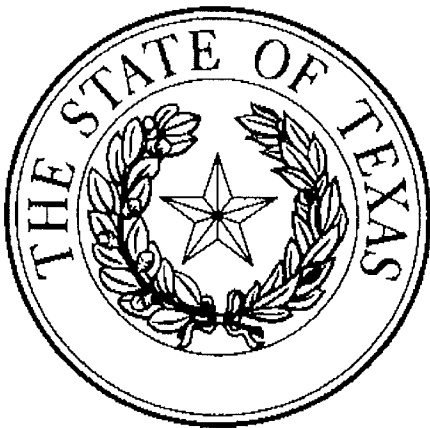
BIN INSURANCE HOLDINGS, LLC
Foreign Limited Liability Company (LLC)
Delaware, USA
[File Number: 801251639]

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: 12/27/2012

Effective: 01/01/2013 12:01 am



A handwritten signature in black ink, appearing to read "John Steen".

John Steen
Secretary of State

Form 622
(Revised 05/11)
Return in duplicate to:
Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
512 463-5555
FAX: 512 463-5709
Filing Fee: see instructions



**Certificate of Merger
Combination Merger
Business Organizations Code**

This space reserved for office use.

FILED
In the Office of the
Secretary of State of Texas
DEC 27 2012
Corporations Section

Parties to the Merger

Pursuant to chapter 10 of the Texas Business Organizations Code, and the title applicable to each domestic filing entity identified below, the undersigned parties submit this certificate of merger.

The name, organizational form, state of incorporation or organization, and file number, if any, issued by the secretary of state for each organization that is a party to the merger are as follows:

Party 1

Techinsurance Group, LLC

Name of Organization

The organization is a limited liability company It is organized under the laws of
Specify organizational form (e.g., for-profit corporation)

TX United States of America The file number, if any, is 800900120
State Country Texas Secretary of State file number

Its principal place of business is 1301 Central Expressway South,
Suite 115 Allen TX
Address City State

- The organization will survive the merger. The organization will not survive the merger.
 The plan of merger amends the name of the organization. The new name is set forth below.

Name as Amended

Party 2

BIN Insurance Holdings, LLC

Name of Organization

The organization is a limited liability company It is organized under the laws of
Specify organizational form (e.g., for-profit corporation)

DE United States of America The file number, if any, is 4804466
State Country Texas Secretary of State file number

Its principal place of business is 401 S. LaSalle Street, Suite 1102 Chicago IL
Address City State

- The organization will survive the merger. The organization will not survive the merger.
 The plan of merger amends the name of the organization. The new name is set forth below.

Name as Amended

Party 3

Name of Organization

The organization is a _____ It is organized under the laws of
Specify organizational form (e.g., for-profit corporation)

The file number, if any, is _____
State Country Texas Secretary of State file number

Its principal place of business is _____
Address City State

The organization will survive the merger. The organization will not survive the merger.

The plan of merger amends the name of the organization. The new name is set forth below.

Name as Amended

Plan of Merger

The plan of merger is attached.

If the plan of merger is not attached, the following statements must be completed.

Alternative Statements

In lieu of providing the plan of merger, each domestic filing entity certifies that:

1. A signed plan of merger is on file at the principal place of business of each surviving, acquiring, or new domestic entity or non-code organization that is named in this form as a party to the merger or an organization created by the merger.

2. On written request, a copy of the plan of merger will be furnished without cost by each surviving, acquiring, or new domestic entity or non-code organization to any owner or member of any domestic entity that is a party to or created by the plan of merger and, if the certificate of merger identifies multiple surviving domestic entities or non-code organizations, to any creditor or obligee of the parties to the merger at the time of the merger if a liability or obligation is then outstanding.

Complete item 3B if the merger effected changes to the certificate of formation of a surviving filing entity.

3A. No amendments to the certificate of formation of any surviving filing entity that is a party to the merger are effected by the merger.

3B. The plan of merger effected changes or amendments to the certificate of formation of:

Name of filing entity effecting amendments

The changes or amendments to the filing entity's certificate of formation, other than the name change noted previously, are stated below.

Amendment Text Area

4. Organizations Created by Merger

The name, jurisdiction of organization, principal place of business address, and entity description of each entity or other organization to be created pursuant to the plan of merger are set forth below. The certificate of formation of each new domestic filing entity to be created is being filed with this certificate of merger.

Name of New Organization 1 Jurisdiction Entity Type (See instructions)

Principal Place of Business Address City State Zip Code

Name of New Organization 2 Jurisdiction Entity Type (See instructions)

Principal Place of Business Address City State Zip Code

Name of New Organization 3 Jurisdiction Entity Type (See instructions)

Principal Place of Business Address City State Zip

Approval of the Plan of Merger

The plan of merger has been approved as required by the laws of the jurisdiction of formation of each organization that is a party to the merger and by the governing documents of those organizations.

The approval of the owners or members of _____
Name of domestic entity
was not required by the provisions of the BOC.

Effectiveness of Filing (Select either A, B, or C.)

A. This document becomes effective when the document is accepted and filed by the secretary of state.

B. 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: 12:01 A.M., Central Time, January 1, 2013

C. This document takes effect on the occurrence of the future event or fact, other than the passage of time. The 90th day after the date of signing is: _____

The following event or fact will cause the document to take effect in the manner described below:

Tax Certificate

Attached hereto is a certificate from the comptroller of public accounts that all taxes under title 2, Tax Code, have been paid by the non-surviving filing entity.

In lieu of providing the tax certificate, one or more of the surviving, acquiring or newly created organizations will be liable for the payment of the required franchise taxes.

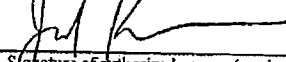
Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument. The undersigned certifies that the statements contained herein are true and correct, and that the person signing is authorized under the provisions of the Business Organizations Code, or other law applicable to and governing the merging entity, to execute the filing instrument.

Date: December 27, 2012

Techinsurance Group, LLC

Merging Entity Name



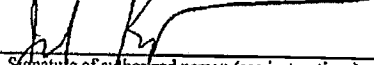
Signature of authorized person (see instructions)

Jared Kaplan

Printed or typed name of authorized person

BIN Insurance Holdings, LLC

Merging Entity Name



Signature of authorized person (see instructions)

Jared Kaplan

Printed or typed name of authorized person

Merging Entity Name

Signature of authorized person (see instructions)

Printed or typed name of authorized person

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:

"TECHINSURANCE GPOUP, LLC", A TEXAS LIMITED LIABILITY COMPANY,

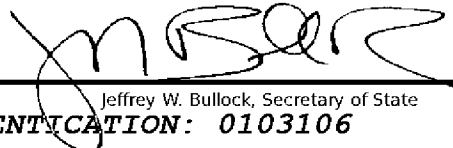
WITH AND INTO "BIN INSURANCE HOLDINGS, LLC" UNDER THE NAME OF "BIN INSURANCE HOLDINGS, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SEVENTH DAY OF DECEMBER, A.D. 2012, AT 4:19 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JANUARY, A.D. 2013, AT 1:01 O'CLOCK A.M.

4804466 8100M

121397258




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0103106

DATE: 12-27-12

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

TRADEMARK
REEL: 004936 FRAME: 0200

State of Delaware
Secretary of State
Division of Corporations
Delivered 04:44 PM 12/27/2012
FILED 04:19 PM 12/27/2012
SRV 121397258 - 4804466 FILE

**CERTIFICATE OF MERGER
OF
TECHINSURANCE GROUP, LLC
WITH AND INTO
BIN INSURANCE HOLDINGS, LLC**

**UNDER SECTION 18-209
OF THE DELAWARE LIMITED LIABILITY COMPANY ACT**

Pursuant to Section 18-209(c) of the Delaware Limited Liability Company Act (the "DLLCA"), BIN INSURANCE HOLDINGS, LLC, a Delaware limited liability company ("BIN"), hereby certifies the following information relating to the merger of TECHINSURANCE GROUP, LLC, a Texas limited liability company ("TIG"), with and into BIN, with BIN surviving the merger (the "Merger"):

FIRST: The name, jurisdiction of formation or organization and type of entity of each of the entities party to the Merger (together, the "Constituent Entities") is as set forth below:

<u>Name</u>	<u>Jurisdiction of Formation or Organization</u>	<u>Type of Entity</u>
BIN Insurance Holdings, LLC	Delaware	Limited liability company
Techinsurance Group, LLC.....	Texas	Limited liability company

SECOND: The Agreement and Plan of Merger (the "Merger Agreement"), dated December 27, 2012, by and between the Constituent Entities, setting forth the terms and conditions of the Merger, has been approved, adopted, certified, executed and acknowledged by (A) BIN in accordance with the provisions of Section 18-209(b) of the DLLCA, and (B) TIG in accordance with the provisions of the Texas Business Organizations Code.

THIRD: The name of the limited liability company surviving the Merger is BIN Insurance Holdings, LLC (the "Surviving Entity").

FOURTH: The executed Merger Agreement is on file at the office of the Surviving Entity, located at BIN Insurance Holdings, LLC, 401 S. LaSalle Street, Suite 1102, Chicago, IL 60605.

FIFTH: A copy of the Merger Agreement will be furnished by the Surviving Entity, on request and without cost, to any member of any Constituent Entity.

SIXTH: The Merger shall become effective at 1:01 A.M., Eastern Time, on January 1, 2013.

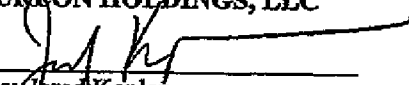
[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, BIN has caused this Certificate of Merger to be executed on the 27th day of December, 2012.

BIN INSURANCE HOLDINGS, LLC

by its sole member:

INSUREON HOLDINGS, LLC

By: 
Name: Jared Kaplan
Title: Senior Vice President, Chief
Financial Officer and Secretary