

## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	03/30/2012		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
SHL USA, Inc.		03/30/2012	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	PreVisor Inc.		
Street Address:	555 North Pt Center East		
City:	Alpharetta		
State/Country:	GEORGIA		
Postal Code:	75309		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	1577565	QWIZ	
Registration Number:	3222812	OXFORD LEARNING APTITUDE SURVEY	
CORRESPONDENCE DATA			
Fax Number:	2124466460		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	2124464800		
Email:	hayley.smith@kirkland.com		
Correspondent Name:	Hayley Smith, Senior Legal Assistant		
Address Line 1:	Kirkland & Ellis LLP		
Address Line 2:	601 Lexington Avenue		
Address Line 4:	New York, NEW YORK 10022		
ATTORNEY DOCKET NUMBER:	SHL (HS)		
NAME OF SUBMITTER:	Hayley Smith		

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TRADEMARK

Signature:	//Hayley Smith//
Date:	04/24/2013
Total Attachments: 2 source=SHL Merger + NC#page1.tif source=SHL Merger + NC#page2.tif	

CERTIFICATE OF MERGER  
OF  
SHL USA, INC.  
WITH AND INTO  
PREVISOR INC.

Under Section 251 of the General Corporation Law  
of the State of Delaware

March 30, 2012

Pursuant to Section 251(c) of the General Corporation Law of the State of Delaware (the "DGCL"), PreVisor Inc., a Delaware corporation (the "Company"), in connection with the merger of SHL USA, Inc., a Delaware corporation (the "Terminating Corporation"), with and into the Company (the "Merger"), hereby certifies as follows:

FIRST: The names and states of incorporation of the constituent corporations to the Merger (the "Constituent Corporations") are:

<u>Name</u>	<u>State of Incorporation</u>
PreVisor Inc.	Delaware
SHL USA, Inc.	Delaware

SECOND: An Agreement and Plan of Merger, dated as of March 30, 2012, by and among the Company and the Terminating Corporation (the "Merger Agreement"), setting forth the terms and conditions of the Merger, has been approved, adopted, executed and acknowledged by each of the Constituent Corporations in accordance with Section 251 of the DGCL.

THIRD: The Company shall be the surviving corporation of the Merger. The name of the surviving corporation is "PreVisor Inc." (the "Surviving Corporation").

FOURTH: At the effective time of the Merger, the Certificate of Incorporation of the Surviving Corporation as in effect immediately prior to the effective time of the Merger shall be amended by changing the Article thereof numbered "FIRST" so that, as amended, said Article shall be and read as follows:

"FIRST: The name of the corporation is:  
  
SHL US Inc."


FIFTH: The Merger shall become effective at 12:00 p.m. Eastern Daylight Time on April 1, 2012.

SIXTH: An executed copy of the Merger Agreement is on file at the office of the Surviving Corporation at 1805 Old Alabama Road, Suite 150, Roswell, GA 30076. A copy of the Merger Agreement shall be furnished by the Surviving Corporation, on request and without cost, to any stockholder of either of the Constituent Corporations.

[The remainder of this page is intentionally left blank.]

IN WITNESS WHEREOF, this Certificate of Merger has been executed as of the date first written above.

PREVISOR INC.

By:  \_\_\_\_\_  
Name: Suzanna Barrell  
Title: Secretary

[SIGNATURE PAGE TO CERTIFICATE OF MERGER]