

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2012

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
LearnLive Technologies, Inc.		12/31/2012	CORPORATION: WASHINGTON

RECEIVING PARTY DATA

Name:	Thomson Reuters (Tax & Accounting) Inc.
Street Address:	2395 Midway Road
Internal Address:	Mailstop 270
City:	Carrollton
State/Country:	TEXAS
Postal Code:	75006-2521
Entity Type:	CORPORATION: TEXAS

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	3456286	L LEARNLIVE TECHNOLOGIES TRANSFORM YOUR

CORRESPONDENCE DATA

Fax Number: 2035397774
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 203-539-8733
 Email: donna.lavardera@thomsonreuters.com
 Correspondent Name: Donna M. LaVardera
 Address Line 1: One Station Place
 Address Line 2: Thomson Reuters
 Address Line 4: Stamford, CONNECTICUT 06902

NAME OF SUBMITTER:	Donna M. LaVardera
Signature:	/DML/

CH \$40.00 3456286

Date:

07/02/2013

Total Attachments: 5

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Office of the Secretary of State

CERTIFICATE OF MERGER

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

LearnLive Technologies, Inc.
Foreign For-Profit Corporation
Washington, USA
[Entity not of Record, Filing Number Not Available]

Into

Thomson Reuters (Tax & Accounting) Inc.
Domestic For-Profit Corporation
[File Number: 25758900]

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: 12/31/2012



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

John Steen
Secretary of State

Form 623
 (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



Parent-Subsidiary
 Certificate of 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, and state of incorporation or organization, and file number, if any, issued by the secretary of state for the parent and subsidiary organization(s) are as follows:

Parent

Thomson Reuters (Tax & Accounting) Inc.

Name of Organization

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

TX USA The file number, if any, is 0025758900
State Country Texas Secretary of State file number

If not a domestic entity, its registered or principal office address in its jurisdiction of formation is:

Street Address City State Country

Subsidiary 1

LearnLive Technologies, Inc.

Name of Organization

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

WA USA The file number, if any, is N/A
State Country Texas Secretary of State file number

If not a domestic entity, its registered or principal office address in its jurisdiction of formation is:

2101 Fourth Avenue, Suite 1350 Seattle WA USA
Street Address City State Country

The number of outstanding ownership interests of each class or series and the number and percentage of ownership interests of each class or series owned by the parent organization are as follows:

Number of ownership interests outstanding	Class	Series	Number owned by parent	Percentage Owned
6,121,285	Common		6,121,285	100%

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

Subsidiary 2

N/A

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 County Texas Secretary of State file number
If not a domestic entity, its registered or principal office address in its jurisdiction of formation is:

Street Address City State Country
The number of outstanding ownership interests of each class or series and the number and percentage of ownership interests of each class or series owned by the parent organization are as follows:

Number of ownership interests outstanding Class Series Number owned by parent Percentage Owned

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

Subsidiary?

N/A

Name of Organization

The organization is a:

Specify organizational form (e.g., for-profit corporation)

It is organized under the laws of:

The file number, if any, is:

State County Texas Secretary of State file number
If not a domestic entity, its registered or principal office address in its jurisdiction of formation is:

Street Address City State Country
The number of outstanding ownership interests of each class or series and the number and percentage of ownership interests of each class or series owned by the parent organization are as follows:

Number of ownership interests outstanding Class Series Number owned by parent Percentage Owned

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

Resolution of Merger

A copy of the resolution of merger is attached.

The attached resolution was adopted and approved by the governing authority of the parent organization as required by the laws of its jurisdiction of formation and by its governing documents.

The resolution was adopted by the parent organization on December 26, 2012

mm/dd/yyyy

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 resolution 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.

N/A

Name of New Organization

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 _____

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: December 31, 2012
- 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.

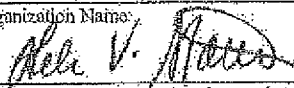
Execution

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 parent organization, to execute the filing instrument.

Date: December 26, 2012

Thomson Reuters (Tax & Accounting) Inc.

Parent Organization Name



Signature of authorized person (see instructions)

Helen V. Stamatiadis, Assistant Secretary

Printed or typed name of authorized person

ATTACHMENT

THOMSON REUTERS (TAX & ACCOUNTING) INC.
(the "Corporation")

RESOLUTIONS OF MERGER

Adopted December 26, 2012

WHEREAS, the Corporation owns one hundred percent (100%) of stock of LearnLive Technologies Inc., a Washington corporation ("LearnLive");

WHEREAS, the Corporation desires to merge LearnLive with and into the Corporation and to possess all the estate, property, rights, privileges and franchises of LearnLive (the "Merger"); and

WHEREAS, the undersigned have determined that it is advisable and in the best interest of the Corporation and its shareholders to approve the Merger and to authorize such other actions and agreements as a necessary or appropriate to consummate such transactions,

NOW, THEREFORE, BE IT

RESOLVED, that that the Merger is hereby authorized, adopted, approved and ratified in all respects; and be it further

RESOLVED, that the form, terms and provisions of the proposed Texas Certificate of Merger, as well as the Washington Articles of Merger and Plan of Merger, each in substantially the form presented to the Board (the "Merger Certificates"), and the transactions contemplated thereby, be, and they hereby are, authorized, approved and adopted in all respects; and be it further

RESOLVED, that the officers of the Corporation (the "Officers") be, and each of them hereby is, authorized to execute and deliver the Merger Certificates, with such changes therein and additions and modifications thereto as the Officer executing the same shall approve, such approval to be evidenced by such Officer's execution thereof, and to take all such further actions and to execute and deliver such further agreements, instruments and documents and file such necessary instruments in the name and on behalf of the Corporation as in such Officer's judgment shall be necessary, proper or advisable in order to carry out fully the intent and accomplish the purposes of the resolutions adopted hereby; and be it further

RESOLVED, that all prior actions taken by any Officer in furtherance of the purposes of the foregoing resolutions be, and they hereby are, approved, ratified and confirmed in all respects.

RESOLVED, that the issued shares of LearnLive shall not be converted in any manner, but shall each said share which is issued as of the effective date of the merger shall be surrendered and extinguished without the payment or delivery of cash or any other consideration.

RESOLVED, the Secretary of the Corporation is hereby directed to file this consent with the minutes of the meetings of the Board.

TRADEMARK