

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Metrics Marketing Group, LLC		11/01/2012	LIMITED LIABILITY COMPANY: OHIO

RECEIVING PARTY DATA	
Name:	Precision Dialogue Marketing, LLC
Street Address:	905 Corporate Way
Internal Address:	Suite 250
City:	Westlake
State/Country:	OHIO
Postal Code:	44145-1519
Entity Type:	LIMITED LIABILITY COMPANY: OHIO

PROPERTY NUMBERS Total: 1		
Property Type	Number	Word Mark
Registration Number:	3942945	ATOM

CORRESPONDENCE DATA	
Fax Number:	2165790212
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>	
Phone:	(216) 586-7021
Email:	dpuljic@jonesday.com
Correspondent Name:	Daniel Puljic / Jones Day
Address Line 1:	901 Lakeside Avenue
Address Line 2:	North Point
Address Line 4:	Cleveland, OHIO 44114

ATTORNEY DOCKET NUMBER:	409481-165001
NAME OF SUBMITTER:	Daniel Puljic

Signature:	/Daniel Puljic/
Date:	01/30/2014
<p>Total Attachments: 35</p> <p>source=9030167-SO-9-OH#page1.tif source=9030167-SO-9-OH#page2.tif source=9030167-SO-9-OH#page3.tif source=9030167-SO-9-OH#page4.tif source=9030167-SO-9-OH#page5.tif source=9030167-SO-9-OH#page6.tif source=9030167-SO-9-OH#page7.tif source=9030167-SO-9-OH#page8.tif source=9030167-SO-9-OH#page9.tif source=9030167-SO-9-OH#page10.tif source=9030167-SO-9-OH#page11.tif source=9030167-SO-9-OH#page12.tif source=9030167-SO-9-OH#page13.tif source=9030167-SO-9-OH#page14.tif source=9030167-SO-9-OH#page15.tif source=9030167-SO-9-OH#page16.tif source=9030167-SO-9-OH#page17.tif source=9030167-SO-9-OH#page18.tif source=9030167-SO-9-OH#page19.tif source=9030167-SO-9-OH#page20.tif source=9030167-SO-9-OH#page21.tif source=9030167-SO-9-OH#page22.tif source=9030167-SO-9-OH#page23.tif source=9030167-SO-9-OH#page24.tif source=9030167-SO-9-OH#page25.tif source=9030167-SO-9-OH#page26.tif source=9030167-SO-9-OH#page27.tif source=9030167-SO-9-OH#page28.tif source=9030167-SO-9-OH#page29.tif source=9030167-SO-9-OH#page30.tif source=9030167-SO-9-OH#page31.tif source=9030167-SO-9-OH#page32.tif source=9030167-SO-9-OH#page33.tif source=9030167-SO-9-OH#page34.tif source=9030167-SO-9-OH#page35.tif</p>	



DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
01/08/2001	200100506535	ARTICLES OF ORGANIZATION/DOM. LLC (LCA)	85.00	10.00	.00	.00	.00

Receipt

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

JONATHON T. HILL
21292 STRATFORD AVE.
ROCKY RIVER, OH 44116

STATE OF OHIO

Ohio Secretary of State, J. Kenneth Blackwell

1199910

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

THOMPSON - HILL, LTD

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

Document(s)

ARTICLES OF ORGANIZATION/DOM. LLC

Document No(s):

200100506535



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 27th day of December,
A.D. 2000.

J. Kenneth Blackwell
Ohio Secretary of State

Prescribed by
Kenneth Blackwell, Secretary of State
30 East Broad Street, 14th Floor
Columbus, Ohio 43266-0418
115-LCA (7/15/99)

Approved _____
Date _____

Fee \$95.00
Expedite this form?
Yes

Yes

ARTICLES OF ORGANIZATION

(Under Section 1705.04 of the Ohio Revised Code)
Limited Liability Company

The undersigned, desiring to form a limited liability company, under Chapter 1705 of the Ohio Revised Code, do hereby state the following:

- FIRST: The name of said limited liability company shall be THOMPSON-HILL, LTD.
- SECOND: The limited liability company shall have a perpetual existence.
- THIRD: The address to which interested persons may direct requests for copies of any operating agreement and any by laws of this limited company is: 1674 East 40th Street, Cleveland, Ohio 44103.

Please check this box if additional provisions are attached hereto.

Provisions attached hereto are incorporated herein and made a part of these articles of organization.

- FOURTH: The limited liability company shall be permitted to undertake all lawful activity as stated within Chapter 1705 of the Ohio Revised Code.

IN WITNESS WHEREOF, I have hereunto subscribed my name this day of December 22, 2000.

Signed: *Todd Thompson*
TODD THOMPSON

Prescribed by:

Kenneth Blackwell, Secretary of State
30 East Broad Street, 14th Floor
Columbus, Ohio 43266-0418
Form LCO (July 1994)

ORIGINAL APPOINTMENT OF AGENT
(for limited liability company)

The undersigned, being at least a majority of the members of THOMPSON-HILL, LTD., hereby appoint TODD THOMPSON to be the agent upon whom any process, notice or demand required or permitted by statute to be served upon the limited liability company may be served. The complete address of the agent is: 1614 East 40th Street, Cleveland, Ohio, 44103, telephone B (216) 391-6006, extension 175.

By: 

Name: TODD THOMPSON

ACCEPTANCE OF APPOINTMENT


The undersigned, named herein as the statutory agent for THOMPSON-HILL, LTD., hereby acknowledges and accepts the appointment of agent for said limited liability Company.


TODD THOMPSON, Agent

#1199910 UNITED STATES OF AMERICA,
STATE OF OHIO,
OFFICE OF THE SECRETARY OF STATE

I, Jon Husted, Secretary of State of the State of Ohio, do hereby certify that the foregoing is a true and correct copy, consisting of 4 pages, as taken from the original record now in my official custody as Secretary of State.

WITNESS my hand and official seal at Columbus, Ohio, this 20th day of JANUARY, A.D. 2014

 Jon Husted
JON HUSTED
Secretary Of State

By: [Signature]

NOTICE: This is an official certification only when reproduced in red ink



DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
01/04/2002	200136503000	AMEND/ARTICLES- ORGANIZATION/DOM. LLC (LAM)	50.00	.00	.00	.00	.00

Receipt

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

THMG LTD
905 CORPORATE WAY
WESTLAKE, OH 44145

STATE OF OHIO

Ohio Secretary of State, J. Kenneth Blackwell

1199910

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

THMG, LTD.

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

Document(s)

AMEND/ARTICLES-ORGANIZATION/DOM. LLC

Document No(s):

200136503000



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 31st day of December,
A.D. 2001.

J. Kenneth Blackwell
Ohio Secretary of State



Prescribed by **J. Kenneth Blackwell**

Please obtain fee amount and mailing instructions from the **Filing Reference Guide** (using the 3 digit form # located at the bottom of this form). To obtain the Filing Reference Guide or for assistance, please call Customer Service:

Central Ohio: (614)-466-3910 Toll Free: 1-877-SOS-FILE (1-877-767-3453)

Expedite is an additional fee of \$100.00
 Expedite

CERTIFICATE OF AMENDMENT TO ARTICLES OF ORGANIZATION OF A LIMITED LIABILITY COMPANY

The undersigned, being a member, manager or authorized representative of Thompson-Hill, LTD
(name of limited liability company)

1199910, an Ohio limited liability company, organized on 12/27/2000, does hereby certify that the
(Registration Number) (date)

undersigned is duly authorized to execute this certificate, and hereby certifies that the Articles of Organization of the above named limited liability company have been amended as follows:

AMENDMENT

Article(s) The First Article

is/are hereby amended as follows:

The name of said limited liability company shall be THMG, LTD.

(if insufficient space for amendment, please attach a separate sheet)

IN WITNESS WHEREOF, the undersigned has executed this certificate on 12/14/01
(date)

THOMPSON-HILL, LTD.
(name of limited liability company)

[Ohio Revised Code Section 1705.08(C)(1)]

By: Jed Thompson
Its: Duty Authorized Member, Manager or Representative



Prescribed by **J. Kenneth Blackwell**

Please obtain fee amount and mailing instructions from the **Filing Reference Guide** (using the 3 digit form # located at the bottom of this form). To obtain the **Filing Reference Guide** or for assistance, please call Customer Service:

Central Ohio: (614)-466-3910 Toll Free: 1-877-SOS-FILE (1-877-767-3453)

Expedite is an additional fee of \$100.00
 Expedite

No Cost

CONSENT FOR USE OF SIMILAR NAME

(Where consenting entity is a limited liability company, a limited partner or a partnership having a limited liability)

RECEIVED

DEC 31 2001

J. KENNETH BLACKWELL
SECRETARY OF STATE

THMG, LTD

(Name of entity giving consent)

(registration number 1024541)

gives its consent to

THOMPSON-HILL, LTD

(Name of individual or proposed entity receiving consent)

to use the name

THMG, LTD

(name for which consent to use is being obtained)

Date: 12/14/01

Signature:

Name:

Michael G. Kent

Title:

President

#1199910

UNITED STATES OF AMERICA,
STATE OF OHIO,
OFFICE OF THE SECRETARY OF STATE

I, Jon Husted, Secretary of State of the State of Ohio, do hereby certify that the foregoing is a true and correct copy, consisting of 3 pages, as taken from the original record now in my official custody as Secretary of State.



WITNESS my hand and official seal at Columbus, Ohio, this 28th day of JANUARY A.D. 2014

Jon Husted

JON HUSTED
Secretary Of State

By: *[Signature]*

NOTICE: This is an official certification only when reproduced in red ink



JENNIFER BRUNNER
OHIO SECRETARY OF STATE

180 EAST BROAD STREET, 16TH FLOOR
COLUMBUS, OHIO 43215 USA
TEL: 1-614-466-2655
FAX: 1-614-644-0649
WWW.SOS.STATE.OH.US

OHIO SECRETARY OF STATE CORRECTION STATEMENT

September 29, 2009

THMG, LTD./PRECISION DIALOGUE, LLC

Charter Number: 1199910/1251871

On November 1, 2008, THMG, LTD., an Ohio limited liability company, filed a Certificate of Merger. The certificate states that THMG, LTD. and PRECISION DIALOGUE, LLC, an Ohio limited liability company, merged into METRICS MARKETING GROUP, LLC, an Ohio limited liability company. This Certificate was filed in error.

The Certificate of Merger filed on November 1, 2008 does not accurately reflect the actions taken by the limited liability company. METRICKS MARKETING GROUP, LLC, properly dissolved on April 29, 2009. PRECISION DIALOGUE, LLC intended on merging into THMG, LTD. As a result of the merger, the name of THMG, LTD. was changed to METRICS MARKETING GROUP, LLC. A proper Certificate of Merger is filed to reflect this action.

printed in-house



DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
10/31/2008	200830500786	MERGER/DOMESTIC (MER)	125.00	300.00	.00	.00	.00

Receipt

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

ULMER & BERNE LLP
88 E. BROAD STREE, STE 1600
COLUMBUS, OH 43215

STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Jennifer Brunner

1775841

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

METRICS MARKETING GROUP, LLC

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

Document(s)

MERGER/DOMESTIC

Document No(s):

200830500786



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 1st day of November,
A.D. 2008.

Ohio Secretary of State

DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
10/31/2008	200830500786	MERGED OUT OF EXISTENCE (MEX)	.00	.00	.00	.00	.00

Receipt

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

ULMER & BERNE LLP
88 E. BROAD STREE, STE 1600
COLUMBUS, OH 43215

STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Jennifer Brunner

1251871

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

PRECISION DIALOGUE LLC

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

Document(s)

MERGED OUT OF EXISTENCE

Document No(s):

200830500786

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 1st day of November,
A.D. 2008.

Handwritten signature of Jennifer Brunner in cursive.

Ohio Secretary of State

DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
10/31/2008	200830500786	MERGED OUT OF EXISTENCE (MEX)	.00	.00	.00	.00	.00

Receipt

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

ULMER & BERNE LLP
88 E. BROAD STREE, STE 1600
COLUMBUS, OH 43215

**STATE OF OHIO
CERTIFICATE**

Ohio Secretary of State, Jennifer Brunner

1199910

It is hereby certified that the Secretary of State of Ohio has custody of the business records for
THMG, LTD.

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

Document(s)

MERGED OUT OF EXISTENCE

Document No(s):

200830500786



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 1st day of November,
A.D. 2008.

Ohio Secretary of State



Prescribed by:

The Ohio Secretary of State
Central Ohio: (614) 466-3910
Toll Free: 1-877-SOS-FILE (1-877-767-3453)

www.sos.state.oh.us

e-mail: busserv@sos.state.oh.us

Expedite this Form: (Select One)	
File Form to one of the Following	
<input checked="" type="radio"/> Expedite	P.O. Box 1390 Columbus OH 43216 *** Requires an additional fee of \$100 ***
<input type="radio"/> Non Expedite	P.O. Box 1329 Columbus OH 43216

CERTIFICATE OF MERGER

Filing Fee \$125.00

(154-MER)

In accordance with the requirements of Ohio law, the undersigned corporations, banks, savings banks, savings and loan, limited liability companies, limited partnerships and/or partnerships with limited liability, desiring to effect a merger, set forth the following facts:

I. SURVIVING ENTITY

A. The name of the entity surviving the merger is: Metrics Marketing Group, LLC

B. Name Change: As a result of this merger, the name of the surviving entity has been changed to the following:

(Complete only if name of surviving entity is changing through the merger)

C. The surviving entity is a: (Please check the appropriate box and fill in the appropriate blanks)

- Domestic (Ohio) For-Profit Corporation, charter number _____
- Domestic (Ohio) Nonprofit Corporation, charter number _____
- Foreign (Non-Ohio) For-Profit Corporation incorporated under the laws of the state/country of _____ and licensed to transact business in the state of Ohio under license number _____
- Foreign (Non-Ohio) For-Profit Corporation incorporated under the laws of the state/country of _____ and NOT licensed to transact business in the state of Ohio _____
- Foreign (Non-Ohio) Nonprofit Corporation under the laws of the state/country of _____ and licensed to transact business in the state of Ohio under license number _____
- Foreign (Non-Ohio) Nonprofit Corporation under the laws of the state/country of _____ and NOT licensed to transact business in the state of Ohio _____
- Domestic (Ohio) For-Profit Limited Liability Company, with registration number 1775841
- Domestic (Ohio) Nonprofit Limited Liability Company, with registration number _____
- Foreign (Non-Ohio) For-Profit Limited Liability Company organized under the laws of the state/country of _____ and registered to do business in the state of Ohio under registration number _____
- Foreign (Non-Ohio) For-Profit Limited Liability Company organized under the laws of the state/country of _____ and NOT registered to do business in the state of Ohio _____
- Foreign (Non-Ohio) Nonprofit Limited Liability Company organized under the laws of the state/country of _____ and registered to do business in the state of Ohio under registration number _____
- Foreign (Non-Ohio) Nonprofit Limited Liability Company organized under the laws of the state/country of _____ and NOT registered to do business in the State of Ohio _____
- Domestic (Ohio) Limited Partnership, with registration number _____

RECEIVED
 SECRETARY OF STATE
 2009 OCT 31 PM 12:17
 OHIO SECRETARY OF STATE

- Foreign (Non-Ohio) Limited Partnership organized under the laws of the state/country of _____ and registered to do business in the state of Ohio under registration number _____
- Foreign (Non-Ohio) Limited Partnership organized under the laws of the state/country of _____ and NOT registered to do business in the state of Ohio
- Domestic (Ohio) Partnership Having Limited Liability, with the registration number _____
- Foreign (Non-Ohio) Partnership Having Limited Liability organized under the laws of the state/country of _____ and registered to do business in the state of Ohio under registration number _____
- Foreign (Non-Ohio) Partnership Having Limited Liability organized under the laws of the state/country of _____ and NOT registered to do business in the state of Ohio
- General Partnership NOT registered with the state of Ohio

II. MERGING ENTITY

The name, charter/licenses/registration number, type of entity, state or country of incorporation or organization, respectively, of which is the entities merging out of existence are as follows: (If this is insufficient space to reflect all merging entities, please attach a separate sheet listing the merging entities).

Name/Charter, License or Registration Number	State/Country of Organization	Type of Entity
<u>THMG, Ltd./1199910</u>	<u>Ohio</u>	<u>LLC</u>
<u>Precision Dialogue LLC/1251871</u>	<u>Ohio</u>	<u>LLC</u>
_____	_____	_____
_____	_____	_____

III. MERGER AGREEMENT ON FILE

The name and mailing address of the person or entity from whom/which eligible persons may obtain a copy of the agreement of merger upon written request:

<u>Metrics Marketing Group, LLC Attn: Manager</u>	<u>The Bridges Building, Floor A, 18500 Lake Road</u>	
<small>Name</small>	<small>Street Address / P.O. Box Address</small>	
<u>Rocky River</u>	<u>OH</u>	<u>44116</u>
<small>City</small>	<small>State</small>	<small>Zip Code</small>

IV. EFFECTIVE DATE OF MERGER

This merger is to be effective on November 1, 2008 (If a date is specified, the date must be a date on or after the date of filing; the effective date of the merger cannot be earlier than the date of filing, if no date is specified, the date of filing will be the effective date of the merger).

V. MERGER AUTHORIZED

Each constituent entity has complied with all of the laws under which it exists and the laws permit the merger. The agreement of merger is authorized on behalf of each constituent entity and that each person who signed the certificate on behalf of each entity is authorized to do so.

VI. STATUTORY AGENT

If the surviving entity is a foreign entity NOT licensed to transact business in this state, the name and address of statutory agent upon whom any process, notice or demand may be served is:

Name	Mailing Address
City	Zip Code

If the agent is an individual and using a P.O. Box, check this box to certify the agent is a resident of the state of Ohio.

VII. STATEMENT OF MERGER

Upon filing, or upon such later date as specified herein, the merging entity/entities listed herein shall merge into the listed surviving entity.

VIII. AMENDMENTS

In the case of a merger into a domestic corporation, limited liability company, or limited partnership, any amendments to the articles of incorporation, articles of organization, or certificate of limited partnership of the surviving domestic entity shall be filed with the certificate of merger.

Amendments are attached No Amendments

IX. REQUIREMENTS OF CORPORATIONS MERGING OUT OF EXISTENCE

If a domestic or foreign corporation licensed to transact business in this state is a constituent entity and the surviving or new entity resulting from the merger is not a domestic or foreign corporation that is to be licensed to transact business in this state, the certificate of merger or consolidation shall be accompanied by the affidavits, receipts, certificates, or other evidence required by division (G) of section 1702.47 of the Revised Code, with respect to each domestic corporation, and by the affidavits, receipts, certificates, or other evidence required by division (C) or (D) of section 1703.17 of the Revised Code, with respect to each foreign constituent corporation licensed to transact business in this state.

X. QUALIFICATION OR LICENSURE OF FOREIGN SURVIVING ENTITY

A. The listed surviving foreign entity desires to transact business in Ohio as a foreign corporation, bank, savings bank, savings and loan, limited liability company, limited partnership, or partnership having limited liability, and hereby appoints the following as its statutory agent upon whom process, notice or demand against the entity may be served in the state of Ohio. The name and complete address of the statutory agent is:

Name	Mailing Address
City	Zip Code

If the agent is an individual and using a P.O. Box, check this box to certify the agent is a resident of the state of Ohio.

The subject surviving foreign corporation, bank, savings bank, savings and loan, limited liability company, limited partnership, or partnership having limited liability irrevocably consents to service of process on the statutory agent listed above as long as the authority of the agent continues, and to service of process upon the Secretary of State of Ohio if the agent cannot be found, if the corporation, bank, savings bank, savings and loan, limited liability company, limited partnership, or partnership having limited liability fails to designate another agent when required to do so, or if the foreign corporation's, bank's, savings bank's, savings and loan's, limited liability company's, limited partnership's or partnership having limited liability's license or registration to do business in Ohio expires or is cancelled.

B. The qualifying entity also states as follows: (Complete only if applicable)

1. Foreign Notice Under Section 1703.031

(If the qualifying entity is a foreign bank, savings bank, or savings and loan, then the following information must be completed.)

(a) The name of the Foreign Nationally/Federally chartered bank, savings bank, or savings and loan association is:

(b) The name(s) of any Trade Name(s) under which the corporation will conduct business:

(c) The location of the main office (non-Ohio) shall be:

Street Address / P.O. Box Address

City County State Zip Code

(d) The principal office location in the state of Ohio shall be:

Street Address / P.O. Box Address

City County State Zip Code

(If there will not be an office in the state of Ohio, please list none)

(e) The corporation will exercise the following purpose(s) in the state of Ohio:
(Please provide a brief summary of the business to be conducted; a general clause is not sufficient.)

2. Foreign Qualifying Limited Liability Company under section 1705.54

(If the qualifying entity is a foreign limited liability company, the following information must be completed.)

(a) The name of the For-Profit or Nonprofit limited liability company in its state of organization/registration is:

(b) The name under which the limited liability company desires to transact business in Ohio (if different from its home state name) is:

(c) The limited liability company was organized or registered on _____
under the laws of the state/country of _____

(d) The address to which interested persons may direct requests for copies of the articles of organization, operating agreement, bylaws, or other charter documents of the company is:

Street Address/ P.O. Box Address

City State Zip Code

3. Foreign Qualifying Limited Partnership under section 1782.49
(If the qualifying entity is a foreign limited partnership, the following information must be completed.)

(a) The name of the limited partnership is:

(b) The limited partnership was formed on _____

Under the laws of the state/country of: _____

(c) The address of the office of the limited partnership in its state/country of organization is:

Street Address / P.O. Box Address

City County State Zip Code

(d) The limited partnership's principal office address is:

Street Address / P.O. Box Address

City County State Zip Code

(e) The names and business or residence addresses of the general partners of the partnership are as follows:

Name Street Address / P.O. Box Address

(If insufficient space to cover this item, please attach a separate sheet listing the general partners and their respective addresses)

(f) The address of the office where a list of the names and business or residence addresses of the limited partners and their respective capital contributions is to be maintained is:

Street Address / P.O. Box Address

City County State Zip Code

The limited partnership hereby certifies that it shall maintain said records until the registration of the limited partnership in Ohio is canceled or withdrawn.

4. Foreign Qualifying Partnership Having Limited Liability Under Section 1775.64
(If the qualifying entity is a foreign partnership having limited liability, the following information must be completed.)

(a) The name of the partnership shall be:

(b) The partnership was formed under the laws of the state/country of : _____

(c) Please complete the following appropriate section (either item c(1) or c(2)):

(1.) The address of the partnership's principal office in Ohio is:

_____ Street Address / P.O. Box Address

_____, Ohio _____
City Zip Code

(If the partnership does not have a principal office in Ohio, then item c(2) must be completed)

(2.) The address of the partnership's principal office (Non-Ohio):

_____ Street Address / P.O. Box Address

_____, _____, _____
City State Zip Code

(d) The business which the partnership engages in is:

(Proceed to page 7 for signatures of authorized officers, partners and representatives.)

The undersigned constituent entities have caused this certificate of merger to be signed by its duly authorized officers, partners and representatives on the date(s) stated below

THMG, Ltd.
Exact name of entity
By: [Signature]
Its: Manager
Date: 10/29/08

Precision Diagnostics LLC
Exact name of entity
By: [Signature]
Its: Manager
Date: 10/28/08

Motrics Marketing Group, LLC
Exact name of entity
By: [Signature]
Its: Manager
Date: 10/29/08

Exact name of entity
By: _____
Its: _____
Date: _____

Exact name of entity
By: _____
Its: _____
Date: _____

Exact name of entity
By: _____
Its: _____
Date: _____

Exact Name of entity
By: _____
Its: _____
Date: _____

Exact Name of entity
By: _____
Its: _____
Date: _____

Exact Name of entity
By: _____
Its: _____
Date: _____

Exact Name of entity
By: _____
Its: _____
Date: _____

An authorized representative of each constituent corporation, partnership, or entity must sign the merger certificate ORC 1701.81(A), 1702.43 (A), 1705.38(A), 1775.47(A), 1782.433(A)

#1199910

UNITED STATES OF AMERICA,
STATE OF OHIO,
OFFICE OF THE SECRETARY OF STATE

I, Jon Husted, Secretary of State of the State of Ohio, do hereby certify that the foregoing is a true and correct copy, consisting of 11 pages, as taken from the original record now in my official custody as Secretary of State.



WITNESS my hand and official seal at Columbus, Ohio, this 27th day of JANUARY A.D. 2014

Jon Husted

JON HUSTED
Secretary Of State

By: [Signature]

NOTICE: This is an official certification only when reproduced in red ink



DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
09/29/2009	200927200158	MERGER/DOMESTIC (MER)	125.00	.00	.00	.00	.00

Receipt

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

METRICS MARKETING GROUP
905 CORPORATE WAY, STE 250
WESTLAKE, OH 44145

**STATE OF OHIO
CERTIFICATE**

Ohio Secretary of State, Jennifer Brunner

1199910

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

METRICS MARKETING GROUP, LLC

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

Document(s)

MERGER/DOMESTIC

Document No(s):

200927200158



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 21st day of September,
A.D. 2009.

Ohio Secretary of State

DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
09/29/2009	200927200158	MERGED OUT OF EXISTENCE (MEX)	.00	.00	.00	.00	.00

Receipt

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

METRICS MARKETING GROUP
905 CORPORATE WAY, STE 250
WESTLAKE, OH 44145

STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Jennifer Brunner

1251871

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

PRECISION DIALOGUE LLC

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

Document(s)

MERGED OUT OF EXISTENCE

Document No(s):

200927200158



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 21st day of September,
A.D. 2009.

Handwritten signature of Jennifer Brunner in cursive.

Ohio Secretary of State



JENNIFER BRUNNER
OHIO SECRETARY OF STATE

180 EAST BROAD STREET, 16TH FLOOR
COLUMBUS, OHIO 43215 USA
TEL: 1-614-466-2655
FAX: 1-614-644-0649
WWW.SOS.STATE.OH.US

OHIO SECRETARY OF STATE CORRECTION STATEMENT

September 29, 2009
THMG, LTD./PRECISION DIALOGUE, LLC
Charter Number: 1199910/1251871

On November 1, 2008, THMG, LTD., an Ohio limited liability company, filed a Certificate of Merger. The certificate states that THMG, LTD. and PRECISION DIALOGUE, LLC, an Ohio limited liability company, merged into METRICS MARKETING GROUP, LLC., an Ohio limited liability company. This Certificate was filed in error.

The Certificate of Merger filed on November 1, 2008 does not accurately reflect the actions taken by the limited liability company. METRICKS MARKETING GROUP, LLC. properly dissolved on April 29, 2009. PRECISION DIALOGUE, LLC intended on merging into THMG, LTD. As a result of the merger, the name of THMG, LTD. was changed to METRICS MARKETING GROUP, LLC. A proper Certificate of Merger is filed to reflect this action.

printed in-house



Form 551 Prescribed by the: Ohio Secretary of State
Central Ohio (614) 486-3910
Toll Free: (877) SOS-FILE (767-3453)
www.sos.state.oh.us
Bussan@psos.sos.state.oh.us

Expedite this form: (attach one)
Mail form to one of the following:
 Expedite PO Box 1218
Columbus, OH 43218
--- Business an additional \$100 fee ---
 Non Expedite PO Box 1328
Columbus, OH 43218

CERTIFICATE OF MERGER
Filing Fee \$126
(184-MER)

In accordance with the requirements of Ohio law, the undersigned corporations, banks, savings banks, savings and loan associations, limited liability companies, partnerships, limited partnerships and/or limited liability partnerships, desiring to effect a merger, set forth the following facts

I. SURVIVING ENTITY

A. Name of the entity surviving the merger THMG, Ltd.

B. Name Change: As a result of this merger, the name of the surviving entity has been changed to the following

Metrics Marketing Group, LLC
(Complete only if name of surviving entity is changing through the merger)

C. The surviving entity is a (Please check the appropriate box and fill in the appropriate blanks)

Domestic (Ohio) For-Profit Corporation, charter number _____

Domestic (Ohio) Nonprofit Corporation, charter number _____

Foreign (Non-Ohio) For-Profit Corporation incorporated under the laws of the jurisdiction of _____ and licensed to transact business in the state of Ohio under license number _____

Foreign (Non-Ohio) For-Profit Corporation incorporated under the laws of the jurisdiction of _____ and NOT licensed to transact business in the state of Ohio

Foreign (Non-Ohio) Nonprofit Corporation under the laws of the jurisdiction of _____ and licensed to transact business in the state of Ohio under license number _____

Foreign (Non-Ohio) Nonprofit Corporation under the laws of the jurisdiction of _____ and NOT licensed to transact business in the state of Ohio

Domestic (Ohio) For-Profit Limited Liability Company, with registration number 1199910

Domestic (Ohio) Nonprofit Limited Liability Company, with registration number _____

Foreign (Non-Ohio) For-Profit Limited Liability Company organized under the laws of the jurisdiction of _____ registered to do business in the state of Ohio under registration number _____

Foreign (Non-Ohio) For-Profit Limited Liability Company organized under the laws of the jurisdiction of _____ and NOT registered to do business in the state of Ohio

RECEIVED

SEP 21 2009

SECRETARY OF STATE

- Foreign (Non-Ohio) Nonprofit Limited Liability Company organized under the laws of the jurisdiction of _____ and registered to do business in the state of Ohio under registration number _____
- Foreign (Non-Ohio) Nonprofit Limited Liability Company organized under the laws of the jurisdiction of _____ and NOT registered to do business in the State of Ohio
- Partnership, registration number, if any, _____
- Partnership NOT registered with the state of Ohio _____
- Domestic (Ohio) Limited Partnership, with registration number _____
- Foreign (Non-Ohio) Limited Partnership organized under the laws of the jurisdiction of _____ and registered to do business in the state of Ohio under registration number _____
- Foreign (Non-Ohio) Limited Partnership organized under the laws of the jurisdiction of _____ and NOT registered to do business in the state of Ohio
- Domestic (Ohio) Limited Liability Partnership, with the registration number _____
- Foreign (Non-Ohio) Limited Liability Partnership organized under the laws of the jurisdiction of _____ and registered to do business in the state of Ohio under registration number _____
- Foreign (Non-Ohio) Limited Liability Partnership organized under the laws of the jurisdiction of _____ and NOT registered to do business in the state of Ohio

II. CONSTITUENT ENTITY

Provide the name, charter/license/registration number, type of entity, jurisdiction of formation, for each entity merging out of existence. (If this is insufficient space to reflect all merging entities, please attach a separate sheet listing the additional merging entities)

Name	Charter, License, Registration, or Registration Number	Jurisdiction of Formation	Type of Entity
Precision Dialog Q	1251871	OH	LLC
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

III. MERGER AGREEMENT ON FILE

The name and mailing address of the person or entity from whom/which eligible persons may obtain a copy of the merger agreement upon written request

Todd Thompson	805 Corporate Way, Suite 250	
Name	Mailing Address	
Westlake	OH	44145-1519
City	State	Zip Code

IV. **EFFECTIVE DATE OF MERGER** 10/01/2008 (The date specified must be on or after the date of the filing; the effective date of the merger cannot be earlier than the date of filing, if no date is specified, the date of filing will be the effective date of the merger).

V. **MERGER AUTHORIZED**
Each constituent entity has complied with all of the laws under which it exists and the laws permit the merger. The agreement of merger is authorized on behalf of each constituent entity and each person who signed the certificate on behalf of each entity is authorized to do so.

VI. **STATEMENT OF MERGER**
Upon filing this Certificate of Merger, or upon such later date as specified herein, the merging entity/entities listed herein shall merge into the listed surviving entity.

VII. **STATUTORY AGENT**
If the surviving entity is a foreign entity NOT licensed to transact business in Ohio, OR if the surviving entity is a domestic corporation, limited liability company, or limited partnership entity updating its agent information, provide the name and address of statutory agent upon whom any process, notice or demand may be served.

<u>Todd Thompson</u>	<u>905 Corporate Way, Suite 250</u>
<small>Name</small>	<small>Mailing Address</small>
<u>Westlake</u>	<u>44145</u>
<small>City</small>	<small>Ohio State Zip Code</small>

VIII. **ACCEPTANCE OF AGENT**
If the new entity is a domestic corporation, domestic limited liability company, partnership or domestic limited partnership, then the agent must accept appointment.

The undersigned, named herein as the statutory agent upon whom service of process against any constituent entity or the surviving entity may be served, hereby acknowledges and accepts the appointment of statutory agent.

Todd Thompson 4/16/09
Signature of Agent Date

If the agent is an individual using a P.O. Box, the agent must check this box to confirm that he or she is an Ohio resident

IX. **AMENDMENTS**
In the case of a merger into a domestic corporation, limited liability company, or limited partnership, any amendments to the articles of incorporation, articles of organization, or certificate of limited partnership of the surviving domestic entity shall be filed with the certificate of merger.

Amendments are attached No Amendments

X. **REQUIREMENTS OF CORPORATIONS MERGING OUT OF EXISTENCE**
If a domestic or foreign corporation licensed to transact business in Ohio is a constituent entity and the surviving or new entity resulting from the merger is not a domestic or foreign corporation that is to be licensed to transact business in Ohio, the certificate of merger must be accompanied by the affidavits, receipts, certificates, or other evidence required by division (H) of section 1701.88 and division (G) of section 1702.47 of the Revised Code with respect to each domestic corporation, and by the affidavits, receipts, certificates, or other evidence required by division (C) or (D) of section 1703.17 of the Revised Code with respect to each foreign constituent corporation licensed to transact business in Ohio.

The undersigned constituent entities have caused this certificate of merger to be signed by its duly authorized officers, partners and representatives on the date(s) stated below

THMG, Ltd/Metrics Marketing Group, LLC

Exact name of entity
By: [Signature]
Signature
Its: Managing Partner
Title
Date: 4/16/09

Precision Dialogue, LLC

Exact name of entity
By: [Signature]
Signature
Its: Managing Partner
Title
Date: 4/21/09

Exact name of entity

By: _____
Signature
Its: _____
Title
Date: _____

Exact name of entity

By: _____
Signature
Its: _____
Title
Date: _____

Exact name of entity

By: _____
Signature
Its: _____
Title
Date: _____

An authorized representative of each constituent corporation, partnership, or entity must sign the merger certificate (ORC 1701.81(A), 1702.43 (A), 1705.38(A), 1778.70(A), 1782.433(A)).



Prescribed by:
The Ohio Secretary of State
Central Ohio: (614) 466-3910
Toll Free: 1-877-SOS-FILE (1-877-767-3453)

www.sos.state.oh.us
e-mail: busserv@sos.state.oh.us

CONSENT FOR USE OF SIMILAR NAME

(For Domestic / Foreign, Profit or Nonprofit)
Must Be Accompanied By Another Form

THE UNDERSIGNED DESIRING TO FILE A:

(CHECK ONLY ONE (1) BOX) This filing does not extend the registration period

<input type="checkbox"/> Where consenting entity is a corporation (147-CSC)	Where consenting entity is a registrant of <input type="checkbox"/> Trade Name <input type="checkbox"/> Service Mark <input type="checkbox"/> Trade Mark (148-CSN)	Where consenting entity is a <input checked="" type="checkbox"/> Limited Liability Company <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Partnership Having Limited Liability (148-CSL)
--	--	---

Check here if additional provisions are attached

Charter or Registration No. of Entity Giving Consent 1775841

Name of Entity Giving Consent Metrics Marketing Group, LLC

Gives Its Consent To THMG, Ltd

To Use The Name Metrics Marketing Group, LLC

REQUIRED
Must be authenticated (signed) by an authorized representative

[Signature] 4/27/09
Authorized Representative Date

Authorized Representative Date

If the consenting party is a partnership, all general partners must sign. If only one partner is authorized to sign, a copy of the resolution authorizing the signature must be included.

Addendum to Letter of Explanation

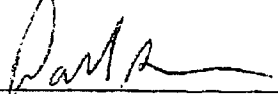
Company - Metrics Marketing Group, LLC

Ohio Registration Number - 1199910

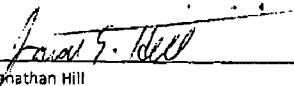
Unanimous written agreement of all members to change Certificate of Merger previously filed.



 Todd Thompson Date 9/11/09



 Daniel Rose Date 9/11/09



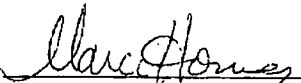
 Jonathan Hill Date 9.11.09



 Michael Woodcock Date 9-11-09



 J. Chris Brinkman Date 9/11/2009



 Marci Hower Date 9/14/09

#1195910

UNITED STATES OF AMERICA,
STATE OF OHIO,
OFFICE OF THE SECRETARY OF STATE

I, Jon Husted, Secretary of State of the State of Ohio, do hereby certify that the foregoing is a true and correct copy, consisting of 7 pages, as taken from the original record now in my official custody as Secretary of State.



WITNESS my hand and official seal at Columbus, Ohio, this 25th day of January A.D. 2014

Jon Husted

JON HUSTED
Secretary Of State

By: *MD*

NOTICE: This is an official certification only when reproduced in red ink



DATE	DOCUMENT ID	DESCRIPTION	FLING	EXPED	PENALTY	CERT	COPY
11/01/2012	201230600115	LIMITED LIABILITY COMPANY - AMENDMENT (LAM)	50.00	300.00		.00	5.00

Receipt

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

CT CORPORATION SYSTEM
 4400 EASTON COMMONS WAY SUITE 125
 ATTN: JAMES H. TANKS III
 COLUMBUS, OH 43219

**STATE OF OHIO
 CERTIFICATE**

Ohio Secretary of State, Jon Husted

1199910

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

PRECISION DIALOGUE MARKETING, LLC

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

Document(s):

LIMITED LIABILITY COMPANY - AMENDMENT

Document No(s):

201230600115



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 1st day of November, A.D.
 2012.

Ohio Secretary of State

Jon Husted

Form 543A Prescribed by:
Ohio Secretary of State
JON HUSTED
Ohio Secretary of State
Central Ohio: (614) 466-3910
Toll Free: (877) SOS-FILE (767-3453)
www.OhioSecretaryofState.gov
Busserv@OhioSecretaryofState.gov

Mail this form to one of the following:

Regular Filing (non expedite)
P.O. Box 1329
Columbus, OH 43216

Expedite Filing (Two-business day processing
time requires an additional \$100.00).
P.O. Box 1390
Columbus, OH 43216

**Domestic Limited Liability Company Certificate of
Amendment or Restatement**
Filing Fee: \$50

(CHECK ONLY ONE (1) BOX)

(1) Domestic Limited Liability Company

Amendment (129-LAM)

12/27/2000

Date of Formation

(2) Domestic Limited Liability Company

Restatement (142-LRA)

Date of Formation

The undersigned authorized representative of:

Metrics Marketing Group, LLC
Name of limited liability company

1199910

Registration Number

SECRETARY OF STATE
2012 NOV -1 AM 8:32
CLIENT SERVICE CENTER

If box (1) Amendment is checked, only complete sections that apply. If box (2) Restatement is checked, all sections below must be completed.

The name of said limited liability company shall be.

Precision Dialogue Marketing, LLC

Name must include one of the following words or abbreviations: "limited liability company," "limited," "LLC," "L.L.C.," "ltd." or "ltd"

This limited liability company shall exist for a period of:

Period of Existence

Purpose

Three horizontal lines for entering the purpose of the company.

By signing and submitting this form to the Ohio Secretary of State, the undersigned hereby certifies that he or she has the requisite authority to execute this document.

Required

Articles and original appointment of agent must be signed by a member, manager or other representative.

If authorized representative is an individual, then they must sign in the "signature" box and print their name in the "Print Name" box.

If authorized representative is a business entity, not an individual, then please print the business name in the "signature" box, an authorized representative of the business entity must sign in the "By" box and print their name in the "Print Name" box.

SOLE MEMBER:

NWMS Company

Signature

Thomas Ragen

By (if applicable)

Thomas Ragen

Print Name

President and CEO

Signature

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name

#1195910

UNITED STATES OF AMERICA,
STATE OF OHIO,
OFFICE OF THE SECRETARY OF STATE

I, Jon Husted, Secretary of State of the State of Ohio, do hereby certify that the foregoing is a true and correct copy, consisting of 3 pages, as taken from the original record now in my official custody as Secretary of State.



WITNESS my hand and official seal at Columbus, Ohio, this 25th day of February, A.D. 2014

Jon Husted

JON HUSTED
Secretary Of State

By: *ML*

NOTICE: This is an official certification only when reproduced in red ink