

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM299746

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	03/21/2014

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
thinkorswim Group Inc.		03/21/2014	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	TD Ameritrade Online Holdings Corp.
Street Address:	200 South 108th Avenue
City:	Omaha
State/Country:	NEBRASKA
Postal Code:	68154
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 14

Property Type	Number	Word Mark
Registration Number:	3720667	MYTRADE
Registration Number:	3495883	PAPERMONEY
Registration Number:	2914755	THINKANYWHERE
Registration Number:	3477744	THINKMICRO
Registration Number:	3507533	THINKMONEY
Registration Number:	3632123	THINKMONEY
Registration Number:	2568003	THINKORSWIM
Registration Number:	3351845	THINKORSWIM
Registration Number:	3339797	THINKPIPES
Registration Number:	4102653	THINKPOD
Registration Number:	3473463	THINKSCRIPT
Serial Number:	86116292	THINKORSWIM
Serial Number:	86116462	
Serial Number:	86132721	THINKMONEY

CORRESPONDENCE DATA

Fax Number: 3128324700

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

Phone: 312-832-4500

TRADEMARK

Email: cmandly@foley.com,jolsen@foley.com
Correspondent Name: Charles R. Mandly, Jr.
Address Line 1: 321 North Clark Street Suite 2800
Address Line 4: Chicago, ILLINOIS 60654

ATTORNEY DOCKET NUMBER: 089436-0101

NAME OF SUBMITTER: Charles R. Mandly, Jr.

SIGNATURE: /Charles R. Mandly, Jr./

DATE SIGNED: 03/31/2014

Total Attachments: 3

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Delaware

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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 OWNERSHIP, WHICH MERGES:

"THINKORSWIM GROUP INC.", A DELAWARE CORPORATION,
WITH AND INTO "TD AMERITRADE ONLINE HOLDINGS CORP." UNDER THE NAME OF "TD AMERITRADE ONLINE HOLDINGS CORP.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FIRST DAY OF MARCH, A.D. 2014, AT 9:54 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

2658986 8100M

140362086

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1231211

DATE: 03-24-14

TRADEMARK
REEL: 005247 FRAME: 0663

**CERTIFICATE OF OWNERSHIP AND MERGER
MERCING
THINKORSWIM GROUP INC.
WITH AND INTO
TD AMERITRADE ONLINE HOLDINGS CORP.**

(Pursuant to Section 253 of the General Corporation Law of the State of Delaware)

TD AMERITRADE Online Holdings Corp., a Delaware corporation (the "Company"), does hereby certify to the following facts relating to the merger (the "Merger") of thinkorswim Group Inc., a Delaware corporation ("tos Group"), with and into the Company, with the Company remaining as the surviving corporation:

FIRST: The Company is incorporated pursuant to the General Corporation Law of the State of Delaware (the "DGCL"). tos Group is incorporated pursuant to the DGCL.

SECOND: The Company owns all of the outstanding shares of each class of capital stock of tos Group.

THIRD: The Board of Directors of the Company, by the following resolutions duly adopted on March 21, 2014, determined to merge tos Group with and into the Company pursuant to Section 253 of the DGCL.

WHEREAS, TD AMERITRADE Online Holdings Corp., a Delaware corporation (the "Company"), owns all of the outstanding shares of the capital stock of thinkorswim Group Inc., a Delaware corporation ("tos Group"); and

WHEREAS, the Board of Directors of the Company has deemed it advisable that tos Group be merged with and into the Company pursuant to Section 253 of the General Corporation Law of the State of Delaware.

NOW, THEREFORE, BE IT AND IT HEREBY IS RESOLVED, that tos Group be merged with and into the Company pursuant to Section 253 of the General Corporation Law of the State of Delaware (the "Merger"); and it is

RESOLVED FURTHER, that by virtue of the Merger and without any action on the part of the holder thereof, each then outstanding share of stock of the Company shall remain unchanged;

RESOLVED FURTHER, that by virtue of the Merger and without any action on the part of the holder thereof, each then outstanding share of stock of tos Group shall be cancelled and no consideration shall be issued in respect thereof; and

RESOLVED FURTHER, that the proper officers of the Company be and they hereby are authorized and directed to make, execute and acknowledge, in the name and under the corporate seal of the Company, for the purpose of effecting the Merger, a certificate of ownership and merger and to file or cause to be filed the same in the office of the Secretary of State of the State of Delaware, and to do all other acts and things that may be necessary to carry out and effectuate the purpose and intent of the resolutions relating to the Merger.

FOURTH: The Company shall be the surviving corporation of the Merger.

IN WITNESS WHEREOF, the Company has caused this Certificate of Ownership and Merger to be executed by its duly authorized officer this 21 day of March, 2014.

TD AMERITRADE ONLINE HOLDINGS CORP.

By: 

Name: Fredric J. Tomezyk

Office: President