

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM313317

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	05/06/2014		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
A Corporation for Art and Commerce		05/06/2014	CORPORATION: NEW YORK
RECEIVING PARTY DATA			
Name:	ACFAAC Merger Sub, Inc.		
Street Address:	531 WEST 25TH STREET		
Internal Address:	4TH FLOOR		
City:	NEW YORK		
State/Country:	NEW YORK		
Postal Code:	10001		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1357125	ART + COMMERCE	
CORRESPONDENCE DATA			
Fax Number:			
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>		
Email:	mmakover@paulweiss.com, dewilliams@paulweiss.com		
Correspondent Name:	Matthew S. Makover		
Address Line 1:	1285 Avenue of the Americas		
Address Line 4:	New York, NEW YORK 10019-6064		
ATTORNEY DOCKET NUMBER:	18987-021		
NAME OF SUBMITTER:	Matthew S. Makover		
SIGNATURE:	/Matthew S. Makover/		
DATE SIGNED:	08/07/2014		
Total Attachments: 3			
source=Tab 117B - Certificate of Merger (Delaware)#page1.tif			
source=Tab 117B - Certificate of Merger (Delaware)#page2.tif			
source=Tab 117B - Certificate of Merger (Delaware)#page3.tif			

CH \$40.00 1357125

CERTIFICATE OF MERGER
OF
A CORPORATION FOR ART AND COMMERCE
INTO
ACFAAC MERGER SUB, INC.

(Under Section 252 of the Delaware General Corporation Law)

May 6, 2014

Pursuant to Section 252 of the General Corporation Law of the State of Delaware (the "DGCL"), ACFAAC Merger Sub, Inc., a Delaware corporation ("Merger Sub"), hereby certifies the following information relating to the merger of A Corporation for Art and Commerce, a New York corporation (the "Corporation"), with and into Merger Sub (the "Merger"):

1. The names and states of formation of Merger Sub and the Corporation which are the constituent corporations in the Merger (the "Constituent Corporations") are as follows:

<u>Name</u>	<u>Jurisdiction</u>
ACFAAC Merger Sub, Inc.	Delaware
A Corporation for Art and Commerce	New York

2. The Agreement and Plan of Merger, dated May 6, 2014 (the "Merger Agreement"), by and between Merger Sub and the Corporation setting forth the terms and conditions of the Merger, has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with the provisions of Section 252 of the DGCL.

3. Pursuant to the Merger Agreement, the Corporation shall be merged with and into Merger Sub and Merger Sub shall be the company surviving the Merger, whose name following the Merger shall remain unchanged.

4. Pursuant to the Merger Agreement, the Certificate of Incorporation of Merger Sub shall remain unchanged and be the Certificate of Incorporation of the surviving company.

5. An executed Merger Agreement is on file at the principal place of business of Merger Sub, which is located at 531 West 25th Street, 4th Floor, New York, New York 10001.

6. A copy of the Merger Agreement will be furnished by Merger Sub, on request and without cost, to any stockholder of any Constituent Corporation.

7. The authorized capital stock of the Corporation is 100 shares of common stock, \$0.01 par value.

[Signature page follows]

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

ACFAAC MERGER SUB, INC.

By: 
Name: John Raleigh
Title: Senior Vice President