

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM341328

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	05/31/2010

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Ticor Title Insurance Company of Florida		03/10/2010	CORPORATION: NEBRASKA

**RECEIVING PARTY DATA**

<b>Name:</b>	Chicago Title Insurance Company
<b>Street Address:</b>	601 Riverside Avenue
<b>City:</b>	Jacksonville
<b>State/Country:</b>	FLORIDA
<b>Postal Code:</b>	32204
<b>Entity Type:</b>	CORPORATION: NEBRASKA

**PROPERTY NUMBERS Total: 1**

Property Type	Number	Word Mark
<b>Registration Number:</b>	4289251	AMERICAN PIONEER TITLE INSURANCE COMPANY

**CORRESPONDENCE DATA**

Fax Number: 3146127682

*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.*

Phone: 314-444-7600

Email: jgreenberg@lewisrice.com

Correspondent Name: John B. Greenberg

Address Line 1: 600 Washington Avenue

Address Line 2: Suite 2500

Address Line 4: St. Louis, MISSOURI 63101

<b>NAME OF SUBMITTER:</b>	John B. Greenberg
<b>SIGNATURE:</b>	/John B. Greenberg/
<b>DATE SIGNED:</b>	05/14/2015

**Total Attachments: 8**

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**ARTICLES OF MERGER OF  
TICOR TITLE INSURANCE COMPANY OF FLORIDA  
AND  
CHICAGO TITLE INSURANCE COMPANY**


Pursuant to the provisions of the Nebraska Business Corporation Act, Neb. Rev. Stat. Sec. 21-2001 et seq., the undersigned do hereby adopt the following Articles of Merger:

1. The name of the merging corporation is Ticor Title Insurance Company of Florida, a Nebraska corporation. The name of the surviving corporation is Chicago Title Insurance Company, a Nebraska corporation. Ticor Title Insurance Company of Florida is a wholly owned subsidiary of Chicago Title Insurance Company.
2. The Agreement and Plan of Merger is attached hereto as Exhibit A and incorporated herein by reference.
3. The Board of Directors and sole shareholder of Ticor Title Insurance Company of Florida approved and adopted the Agreement and Plan of Merger effective March 10, 2010, by unanimous written consent. The number of outstanding shares of Ticor Title Insurance Company of Florida is 100,000 and all shares voted for adoption of the Agreement and Plan of Merger, pursuant to such unanimous written consent of the sole shareholder and Board of Directors effective March 10, 2010.
4. The Board of Directors and sole shareholder of Chicago Title Insurance Company approved and adopted the Agreement and Plan of Merger as of March 10, 2010, by unanimous written consent. The number of outstanding shares of Chicago Title Insurance Company is 20,000, and all shares voted for adoption of the Agreement and Plan of Merger, pursuant to such unanimous written consent of the sole shareholder and Board of Directors effective March 10, 2010.
5. Pursuant to the Plan and Agreement of Merger, the merger of Ticor Title Insurance Company of Florida and Chicago Title Insurance Company certified in these Articles shall be effective as of May 31, 2010.

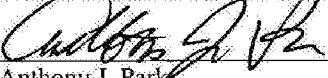
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In witness whereof, the undersigned, being officers of the merging corporations, execute these Articles on this March 10, 2010.

CHICAGO TITLE INSURANCE COMPANY

By:   
Name: Raymond R. Quirk  
Title: Chairman, President and Chief Executive Officer

TICOR TITLE INSURANCE COMPANY OF FLORIDA

By:   
Name: Anthony J. Park  
Title: Executive Vice President and Chief Financial Officer

**EXHIBIT A**

**AGREEMENT AND PLAN OF MERGER****BY AND BETWEEN****TICOR TITLE INSURANCE COMPANY OF FLORIDA**  
**(merging corporation)****and****CHICAGO TITLE INSURANCE COMPANY**  
**(surviving corporation)**

AGREEMENT AND PLAN OF MERGER ("Agreement"), dated as of March 10, 2010, by and between TICOR TITLE INSURANCE COMPANY OF FLORIDA, a Nebraska-domiciled title insurer ("Merger Corp."), and CHICAGO TITLE INSURANCE COMPANY, a Nebraska-domiciled title insurer (the "Company"). Merger Corp. is a direct subsidiary of the Company. This Agreement and Plan of Merger is intended to qualify as a "reorganization" within the meaning of Section 368(a) of the Internal Revenue Code of 1986, as amended.

1. **The Merger.** Subject to the terms and conditions hereof, and pursuant to the applicable sections of the Nebraska Business Corporation Act ("Nebraska Act") and the Nebraska Insurance Code, Merger Corp. shall be merged with and into the Company (the "Merger"). Following the Merger, the Company shall continue as the surviving entity under the laws of the State of Nebraska, and the separate existence of Merger Corp. shall cease forthwith upon the Effective Time (as hereinafter defined).
2. **Closing.** Upon the terms and subject to the conditions of this Agreement, the closing of the transactions contemplated herein shall take place on May 31, 2010, or such other time and date as shall be mutually agreed to by Merger Corp. and the Company, following satisfaction or waiver of the condition set forth in Section 7 hereof (the "Closing Date").
3. **Effective Time.** On the Closing Date, Merger Corp. and the Company shall cause to be filed the appropriate articles of merger with the Secretary of State of Nebraska (the "Nebraska Articles") in connection with the Merger. The Merger

shall be effective (the "Effective Time") upon the filing and acceptance of the Nebraska Articles.

4. Designation and Number of Outstanding Shares of Merger Corp. Merger Corp. has 100,000 shares of common stock, par value \$20.00 per share, outstanding, all of the same class (collectively, the "Merger Corp. Stock"). Merger Corp. has no other capital stock of any class or designation outstanding.

5. Effects of the Merger.

- (a) The Merger shall have the effect set forth in the Nebraska Act. Without limiting the generality of the foregoing, at the Effective Time, by virtue of the Merger and without any action on the part of the Company, Merger Corp. or the holders of any equity interests of the Company or Merger Corp., the Merger shall have the effect provided in this Section 5.
- (b) From and after the Effective Time, the Company shall possess all of the rights, privileges, powers and franchises and be subject to all of the restrictions, disabilities and duties of Merger Corp. and the Company, all as provided under applicable law.
- (c) As of the Effective Time, (i) each issued and outstanding share of Merger Corp. Stock shall, at the Effective Time, be automatically cancelled and cease to exist, and the Company shall cease to have any rights with respect thereto and (ii) each issued and outstanding share of the Company immediately prior to the Effective Time shall remain outstanding and unaffected as issued and outstanding shares of the Company.
- (d) The directors, officers and agents of the Company in office at the Effective Time shall continue in office and shall constitute the directors and officers of the Company for the term elected until their respective successors shall be elected or appointed and qualified.
- (e) As of the Effective Time, the Articles of Incorporation and By-laws of the Company, as amended or restated, in effect immediately prior to the Effective Time shall be the Articles of Incorporation and By-laws of the Company, in each case until amended as provided therein or in accordance with applicable laws and regulations.
- (f) As of the Effective Time, all policies and obligations of Merger Corp. shall be assumed by the Company on the same terms as if the policies were still being carried by Merger Corp. and all liabilities and obligations of Merger Corp. shall be assumed by the Company.
- (g) The Company will continue to be governed under the laws of the State of Nebraska, its domicile.

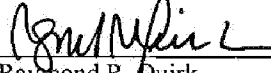


6. Tax Matters. The Merger shall constitute a "reorganization" within the meaning of Section 368(a) of the Internal Revenue Code of 1986, as amended, and a "plan of reorganization" within the meaning of Treasury regulation section 1.368-1( c ).
7. Conditions Precedent to Merger. Notwithstanding anything to the contrary herein, the filing of the Merger Certificates and the effectiveness of the Merger shall be subject to the satisfaction, on or before the Effective Time, of the following condition:
  - (a) This Agreement and Plan of Merger shall have been submitted to the Nebraska Commissioner of Insurance and any other regulators with authority to regulate the transactions contemplated herein and therein, and such regulators' authorization with respect thereto shall have been granted and all other conditions or requirements of such regulators or under applicable law or regulation have been satisfied.
8. Further Assurances. If at any time after the Effective Time, the Company shall consider or be advised that any actions or things are necessary or desirable to vest, perfect or confirm of record or otherwise in the Company its right, title or interest in, to or under any of the rights, properties or assets acquired or to be acquired by the Company as a result of, or in connection with the Merger or otherwise to carry out this Agreement, the officers and directors of the Company shall be authorized to execute and deliver, in the name and on behalf of each of Merger Corp. and the Company or otherwise, all such deeds, bills of sale, assignments and assurances and to take and do, in the name and on behalf of each of Merger Corp. and the Company or otherwise, all such other actions and things as may be necessary or desirable to vest, perfect or confirm any and all right, title and interest into and under such rights, properties or assets in the Company or otherwise to carry out this Agreement.
9. Termination. This Agreement may be terminated and abandoned by action of the Board of Directors of Merger Corp. or the Company at any time prior to the Effective Time.
10. Miscellaneous. This Agreement: (a) constitutes the entire agreement and supersedes all other prior agreements and understandings, both written and oral, among the parties, or any of them, with respect to the subject matter hereof; (b) is not intended and shall not be construed to confer upon any person other than the parties hereto any rights or remedies hereunder; (c) except as otherwise provided herein, shall not be assigned by operation of law or otherwise; and (d) shall be governed in all respects, including validity, interpretation and effect, by the laws of the State of Nebraska, without regard to the principles of conflict of laws


thereof. This Agreement may be executed in two or more counterparts, which together shall constitute a single agreement.

IN WITNESS WHEREOF, the Company and Merger Corp. have caused this Agreement and Plan of Merger to be signed as of the date first written above by their respective officer thereunto duly authorized.

CHICAGO TITLE INSURANCE COMPANY

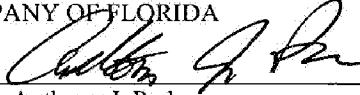
By:   
Name: Raymond R. Quirk  
Title: Chairman, President  
and Chief Executive Officer

ATTEST:

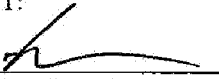
  
Michael L. Gravelle  
Executive Vice President,  
General Counsel and  
Corporate Secretary

[SEAL]

TICOR TITLE INSURANCE  
COMPANY OF FLORIDA

By:   
Name: Anthony J. Park  
Title: Executive Vice President  
and Chief Financial Officer

ATTEST:

  
Michael L. Gravelle  
Executive Vice President,  
General Counsel and  
Corporate Secretary

[SEAL]