

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM591516

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	09/22/1999		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Korn/Ferry International		09/22/1999	Corporation: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Korn/Ferry International		
Street Address:	1900 Avenue of the Stars Suite 2600		
City:	Los Angeles		
State/Country:	CALIFORNIA		
Postal Code:	90067		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	1761642	KORN/FERRY INTERNATIONAL	
Registration Number:	1751508	KF	
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:	perry@blankrome.com		
Correspondent Name:	David M. Perry		
Address Line 1:	Blank Rome LLP		
Address Line 2:	130 N. 18th Street		
Address Line 4:	Philadelphia, PENNSYLVANIA 19103		
NAME OF SUBMITTER:	David M. Perry		
SIGNATURE:	/David M. Perry/		
DATE SIGNED:	08/12/2020		
Total Attachments: 5			
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OP \$65.00 1761642

C0585302 (out)
State of Delaware

D604247

Office of the Secretary of State

PAGE 1 FILED
in the office of the Secretary of State
of the State of California

SEP 27 1999
Bill Jones
BILL JONES, Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT
COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"KORN/FERRY INTERNATIONAL", A CALIFORNIA CORPORATION,
WITH AND INTO "KORN/FERRY INTERNATIONAL" UNDER THE NAME OF
"KORN/FERRY INTERNATIONAL", A CORPORATION ORGANIZED AND EXISTING
UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED
IN THIS OFFICE THE TWENTY-SECOND DAY OF SEPTEMBER, A.D. 1999, AT
1:45 O'CLOCK P.M.

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



Edward J. Freel

Edward J. Freel, Secretary of State

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991396889

AUTHENTICATION: 9984028

DATE: 09-22-99

TRADEMARK
REEL: 007019 FRAME: 0537

**CERTIFICATE OF MERGER
OF
KORN/FERRY INTERNATIONAL (a California corporation)
WITH AND INTO
KORN/FERRY INTERNATIONAL (a Delaware corporation)**

Korn/Ferry International, a Delaware corporation ("KFY Delaware"), does hereby certify as follows:

FIRST: The name and state of incorporation of each of the constituent corporations (the "Constituent Corporations") to the merger are:

<u>Name</u>	<u>State of Incorporation</u>
KORN/FERRY INTERNATIONAL	Delaware
KORN/FERRY INTERNATIONAL	California

SECOND: An Agreement and Plan of Merger, dated as of September 22, 1999 (the "Merger Agreement"), between KFY Delaware and Korn/Ferry International, a California corporation ("KFY California") providing for the merger (the "Merger") of KFY California with and into KFY Delaware, has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with Section 252 of the General Corporation Law of Delaware.

THIRD: The Merger has been duly adopted by the sole stockholder of KFY Delaware, in accordance with the provisions of Section 228 of the General Corporation Law of Delaware.

FOURTH: The surviving corporation is KFY Delaware, which shall retain its name - Korn/Ferry International (the "Surviving Corporation").

FIFTH: The Certificate of Incorporation of KFY Delaware shall, upon effectiveness of the Merger, be that of the Surviving Corporation.

SIXTH: The executed Merger Agreement is on file at the offices of the Surviving Corporation located at 1800 Century Park East, Suite 900, Los Angeles, California 90067.

SEVENTH: A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of either of the Constituent Corporations.

EIGHTH: The authorized stock of the Surviving Corporation is 150,000,000 shares of Common Stock, \$0.01 par value per share, and 50,000,000 shares of Preferred Stock,

\$0.01 par value per share. The authorized stock of the non-surviving corporation is 150,000,000 shares of Common Stock, no par value, and 50,000,000 shares of Preferred Stock, no par value.

IN WITNESS WHEREOF, KFY Delaware has issued this Certificate of Merger to be duly executed in its corporate name this 22nd day of September, 1999.

KORN/FERRY INTERNATIONAL,
a Delaware corporation

By: 

Name: Peter L. Dunn

Title: Vice Chairman



STATE OF CALIFORNIA
FRANCHISE TAX BOARD
PO BOX 1468
SACRAMENTO CA 95812-1468

TAX CLEARANCE CERTIFICATE

September 24, 1999

EXPIRATION DATE: December 15, 1999

CALIFORNIA LENDER'S & ATTORNEYS' SERVICES
1425 RIVER PARK DR STE 110
SACRAMENTO CA 95815-4508

ISSUED TO : KORN/FERRY INTERNATIONAL
ENTITY ID : 0585302

THIS CERTIFICATE IS VALID ONLY UPON THE SIMULTANEOUS QUALIFICATION OF
KORN/FERRY INTERNATIONAL, A DELAWARE CORPORATION.

This is to certify that all taxes imposed under the Bank and
Corporation Tax Law on this corporation have been paid, assumed, or are
secured by other means.

If a final return has not been filed, one should be filed within two months
and 15 days after the close of the month in which the dissolution or
withdrawal takes place. If the corporation was inactive, a statement to
that effect should be attached to the tax forms. All returns remain
subject to audit until the expiration of the normal statutory period.
Failure to file required returns may result in additional assessments.

A copy of this Tax Clearance Certificate has been sent to the Office of the
the Secretary of State. This original Tax Clearance Certificate
may be retained in the files of the corporation.

By the Expiration Date noted above, this corporation must have filed
the documents required by the Secretary of State to dissolve, withdraw
or merge. Requests for the appropriate documents must be directed to:
Office of the Secretary of State at 1500 11th Street, 3rd Floor, Sacramento
CA. 95814, or by telephone, (916) 657-5448.

NOTE: If the required documents are not filed with
the Secretary of State prior to the Expiration
Date noted above, the corporation will remain

FTB 2570 MEO REV 5/1888

TRADEMARK
REEL: 007019 FRAME: 0540

September 24, 1999
CALIFORNIA LENDER'S & ATTORNEYS' SERVICES
ENTITY ID : 0585302
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subject to the filing requirements of the Bank
and Corporation Tax Law.

By H. Hermansen
Tax Clearance Unit
Special Audit Section
Telephone (916) 845-4124