

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
------------------	----------------

NATURE OF CONVEYANCE:	MERGER
-----------------------	--------

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Synovate (New York) Inc.		06/30/2004	CORPORATION: NEW YORK

RECEIVING PARTY DATA	
Name:	Synovate, Inc.
Street Address:	222 S. Riverside Plaza
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60606-5809
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 4		
Property Type	Number	Word Mark
Registration Number:	2022274	ION
Registration Number:	2523402	SIMPLIC
Registration Number:	2643584	MESSAGEMETER
Registration Number:	2615818	ADVERTRAX

CORRESPONDENCE DATA	
Fax Number:	(312)896-6787
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	312-443-1787
Email:	sfifield@lordbissell.com
Correspondent Name:	Sean C. Fifield
Address Line 1:	115 S. LaSalle St.
Address Line 4:	Chicago, ILLINOIS 60603

NAME OF SUBMITTER:	Ingrid J. Scheckel
--------------------	--------------------

Total Attachments: 3
 source=Untitled_1#page1.tif
 source=Untitled_2#page1.tif

OP \$115.00 2022274

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, 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:

"SYNOVATE (MIAMI) INC.", A FLORIDA CORPORATION,

"SYNOVATE MOTORESEARCH, INC.", A DELAWARE CORPORATION,

"SYNOVATE (NEW YORK) INC.", A NEW YORK CORPORATION,

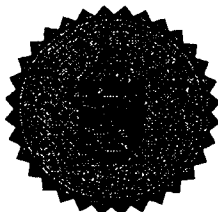
WITH AND INTO "SYNOVATE, INC." UNDER THE NAME OF "SYNOVATE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF JUNE, A.D. 2004, AT 2:21 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTIETH DAY OF JUNE, A.D. 2004, AT 11:59 O'CLOCK P.M.

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

0644920 8100M

040475126



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 3200865

DATE: 06-28-04

TRADEMARK
REEL: 002972 FRAME: 0643

State of Delaware
Secretary of State
Division of Corporations
Delivered 02:21 PM 06/28/2004
FILED 02:21 PM 06/28/2004
SRV 040475126 - 0644920 FILE

CERTIFICATE OF MERGER
OF
SYNOVATE MOTORESEARCH, INC.
AND
SYNOVATE (MIAMI) INC.
AND
SYNOVATE (NEW YORK) INC.
INTO
SYNOVATE, INC.

Pursuant to Section 252(c) of the General Corporation Law of the State of Delaware (the "GCL"), the undersigned, a corporation duly formed and validly existing under and by virtue of the GCL, hereby DOES CERTIFY THAT:

FIRST: The name and state of incorporation of each of the constituent corporations to the merger is as follows:

<u>Name:</u>	<u>State of Incorporation:</u>
SYNOVATE MOTORESEARCH, INC.	Delaware
SYNOVATE (MIAMI) INC.	Florida
SYNOVATE (NEW YORK) INC.	New York
SYNOVATE, INC.	Delaware

SECOND: A Plan and Agreement of Merger (the "Agreement of Merger") has been approved, adopted, certified and acknowledged by each of the constituent corporations in accordance with Subsection 252(c) of the GCL.

THIRD: The name of the surviving corporation is SYNOVATE, INC.

FOURTH: The Certificate of Incorporation of SYNOVATE, INC. shall be the Certificate of Incorporation of the surviving corporation.

FIFTH: The executed Agreement of Merger is on file at the principal place of business of the Surviving Corporation. The address of the principal place of business of the Surviving Corporation is as follows:

SYNOVATE, Inc.
222 South Riverside Plaza
Chicago, IL 60606

399690 05802.112

SIXTH: A copy of the Agreement of Merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: The authorized capital stock of each of the non-surviving constituent corporations is as follows:

Name:

Authorized Capital Stock:

SYNOVATE MOTORESEARCH, INC.

3,000 shares of common stock, \$0.01
par value per share

SYNOVATE (MIAMI) INC.

6,000,000 shares of common stock,
\$0.001 par value per share

SYNOVATE (NEW YORK) INC.

200 shares of common stock, no par
value per share

EIGHTH: The merger shall be effective as of 11:59 p.m. local Delaware time on June 30, 2004.

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Merger to be duly executed as of this 25th day of June, 2004.

SYNOVATE, INC.

By: /s/ Robert Philpott

Name: Robert Philpott

Title: Chief Executive Officer