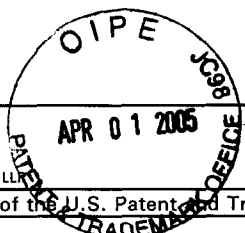


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FORM PTO-1595 APR 01 2005 REC To the Director of the U.S. Patent and Trademark

04-12-2005



102978818

U.S. DEPARTMENT OF COMMERCE Documents or copy thereof.

1. Name of conveying party: New York Cotton Exchange World Financial Center One North End Avenue, 13th Floor New York, NY 10282-1101

2. Name and Address of receiving party: Board of Trade of the City of New York, Inc. World Financial Center One North End Avenue, 13th Floor New York, NY 10282-1101

- Individual(s) General Partnership
X Corporation Association
Limited Partnership Other

3. Nature of conveyance: Assignment Security Agreement Other: Merger Change of Name
Execution Date(s): May 18, 2004

4. Application number(s) or trademark registration number(s): A. Trademark Application No(s): B. Service Mark Registration No(s): 1,400,649 C. Additional Numbers attached: No

5. Name and address of party to whom correspondence concerning document should be mailed: STAAS & HALSEY LLP Our Docket: 1062.2006 Attention: David M. Pitcher 1201 New York Ave., N.W., Suite 700 Washington, D.C. 20005

6. Total number of applications and registrations involved: 1

7. Total fee [2.6(b)(6)].....\$ 40.00 Enclosed Authorized to be charged to deposit account.

8. Deposit Account No.: 19-3935 (Any underpayment is authorized to be charged to this Deposit Account) (Attach duplicate copy of this page if paying by deposit account)

9. Statement and signature: To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

David M. Pitcher / 25.908 Attorney/Registration No.

Signature (Handwritten Signature)

April 1, 2005 Date

04/11/2005 ECOOPER 00000103 1400649

Total number of pages including cover sheet: 7

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DO NOT USE THIS SPACE

State of New York }
Department of State } ss:

I hereby certify that the annexed copy has been compared with the original document filed by the Department of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on

June 08, 2004



A handwritten signature in black ink, appearing to be "John A. ...", written over a horizontal line.

Secretary of State

DOS-200 (Rev. 03/02)

DRAWDOWN ACCOUNT #52
Vanguard Corporate Services, Ltd.

F 040608000 690

**CERTIFICATE OF MERGER
OF
COFFEE, SUGAR & COCOA EXCHANGE, INC.
AND
NEW YORK COTTON EXCHANGE
AND
BOARD OF TRADE OF THE CITY OF NEW YORK, INC.
INTO
BOARD OF TRADE OF THE CITY OF NEW YORK, INC.**

**UNDER SECTION 904 OF THE NEW YORK NOT-FOR-PROFIT CORPORATION
LAW**

The undersigned, President and Secretary of Coffee, Sugar & Cocoa Exchange, Inc., President and Secretary of New York Cotton Exchange, and President and Secretary of the Board of Trade of the City of New York, Inc. hereby certify that:

- First.* The name of each constituent corporation is as follows:
 - Coffee, Sugar & Cocoa Exchange, Inc. ("Merging Corporation A")
 - New York Cotton Exchange ("Merging Corporation B")
 - Board of Trade of the City of New York, Inc.

The name of the surviving corporation is Board of Trade of the City of New York, Inc. (the "Surviving Corporation"). Each of Merging Corporation A, Merging Corporation B and the Surviving Corporation is a Type A corporation organized and existing under the Not-for-Profit Corporation Law of the State of New York.

/

Second. (a) Merging Corporation A has issued and has outstanding one membership interest, which membership interest is entitled to vote. There are no holders of any certificates evidencing capital contributions or subventions.

(b) Merging Corporation B has issued and has outstanding one membership interest, which membership interest is entitled to vote. There are no holders of any certificates evidencing capital contributions or subventions.

(c) The Surviving Corporation has issued and has outstanding 975 "full" memberships which are entitled to vote and 772 "associate" memberships which are nonvoting. There are no holders of any certificates evidencing capital contributions or subventions.

(d) The number of aforementioned memberships is not subject to change prior to the effective date of the merger.

Third. There will be no amendments or changes in the certificate of incorporation of the Surviving Corporation to be effected by the merger.

Fourth. The effective date of the merger will be June 10, 2004.

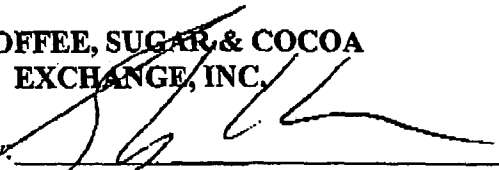
Fifth. Merging Corporation A was formed pursuant to chapter 393 of the laws of 1885. Merging Corporation B was formed pursuant to chapter 365 of the laws of 1871. The certificate of incorporation of the Surviving Corporation was filed by the Department of State on December 3, 1997.

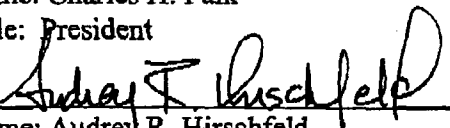
Sixth. The merger of Merging Corporation A, Merger Corporation B and the Surviving Corporation into the Surviving Corporation was authorized (i) by the Board of Merging Corporation A and by the sole member of Merging Corporation A, (ii) by the Board of Merging Corporation B and by the sole member of Merging Corporation B, and (iii) by the Board

of the Surviving Corporation and by two-thirds of all the members of the Surviving Corporation entitled to vote thereon.

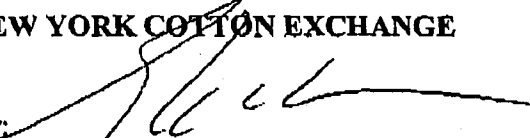
IN WITNESS WHEREOF, the undersigned have made and signed this Certificate on May 18, 2004 and affirm that the statements made herein are true under penalties of perjury.


COFFEE, SUGAR & COCOA EXCHANGE, INC.

By: 
Name: Charles H. Falk
Title: President

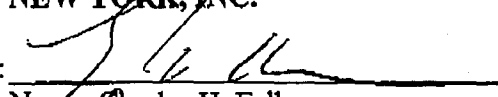
By: 
Name: Audrey R. Hirschfeld
Title: Secretary

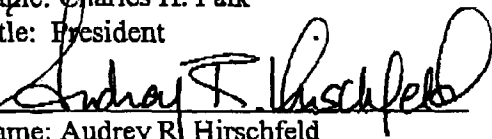
NEW YORK COTTON EXCHANGE

By: 
Name: Charles H. Falk
Title: President

By: 
Name: Audrey R. Hirschfeld
Title: Secretary

BOARD OF TRADE OF THE CITY OF NEW YORK, INC.

By: 
Name: Charles H. Falk
Title: President

By: 
Name: Audrey R. Hirschfeld
Title: Secretary

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FILED

CERTIFICATE OF MERGER
OF
COFFEE, SUGAR & COCOA EXCHANGE, INC.
AND
NEW YORK COTTON EXCHANGE
AND
BOARD OF TRADE OF THE CITY OF NEW YORK, INC.
INTO
BOARD OF TRADE OF THE CITY OF NEW YORK, INC.

UNDER SECTION 904 OF THE NEW YORK NOT-FOR-PROFIT CORPORATION
LAW

Handwritten signature

JCC
STATE OF NEW YORK
DEPARTMENT OF STATE
FILED JUN 08 2004
TAX \$ _____
BY: *JAC ny*

FILER:

Cadwalader, Wickersham & Taft LLP
100 Maiden Lane
New York, New York 10038

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DRAWDOWN ACCOUNT #52
Vanguard Corporate Services, Ltd.
Customer Reference: 93909

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