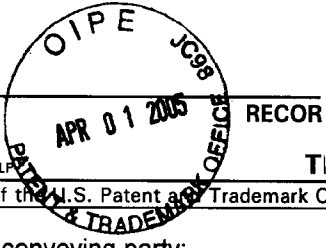


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FORM PTO-1595  
 ©2001 Staas & Halsey LLP  
 To the Director of the U.S. Patent and Trademark Office

U.S. DEPARTMENT OF COMMERCE  
 ents 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

- |   |  |
|---|--|
| <input type="checkbox"/> Individual(s)          | <input type="checkbox"/> General Partnership |
| <input checked="" type="checkbox"/> Corporation | <input type="checkbox"/> Association         |
| <input type="checkbox"/> Limited Partnership    | <input type="checkbox"/> Other               |

3. Nature of conveyance:  
 Assignment  
 Security Agreement  
 Other:  
 Merger  
 Change of Name

Execution Date(s): May 28, 2004

4. Application number(s) or trademark registration number(s):  
 A. Trademark Application No(s):  
 B. Service Mark Registration No(s): 1,470,041  
 C. Additional Numbers attached: No

5. Name and address of party to whom correspondence concerning document should be mailed:  
 STAAS & HALSEY LLP  
 Attention: David M. Pitcher  
 1201 New York Ave., N.W., Suite 700  
 Washington, D.C. 20005  
 Our Docket: 1062.2009

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.

*David M. Pitcher*  
 Signature

April 1, 2005  
 Date

2005 ECDOPER  
 1021

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Total number of pages including cover sheet: 7

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 "R. A. S.", written in a cursive style.

*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, Merging 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*

1CC  
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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