

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/01/2007

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Mejico Express		12/21/2006	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	GroupEx Financial Corporation
Street Address:	14849 Firestone Blvd.
City:	La Mirada
State/Country:	CALIFORNIA
Postal Code:	90638
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Registration Number:	3038102	MEXICO EXPRESS
Registration Number:	3038101	MEXICO EXPRESS
Registration Number:	3013342	UNIENDO FAMILIAS
Registration Number:	2925029	MEXICO EXPRESS
Registration Number:	2925028	MEXICO EXPRESS
Registration Number:	2483388	
Registration Number:	2154872	MEJICO EXPRESS

CORRESPONDENCE DATA

Fax Number: (713)220-2385
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 7132205800
 Email: jtang@akingump.com
 Correspondent Name: John A. Tang

CH \$190.00 3038102

Address Line 1: 1111 Louisiana Street
Address Line 2: 44th Floor
Address Line 4: Houston, TEXAS 77002

ATTORNEY DOCKET NUMBER: 490009.11

NAME OF SUBMITTER: John A. Tang

Signature: /John A. Tang/

Date: 02/02/2007

Total Attachments: 4
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Delaware

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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:

"MEJICO EXPRESS", A CALIFORNIA CORPORATION,

WITH AND INTO "GROUPEX FINANCIAL CORPORATION" UNDER THE NAME OF "GROUPEX FINANCIAL CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SIXTH DAY OF DECEMBER, A.D. 2006, AT 10:48 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JANUARY, A.D. 2007, AT 12:01 O'CLOCK A.M.

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

2963821 8100M
061184557



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 5306571

DATE: 12-26-06

TRADEMARK
REEL: 003474 FRAME: 0181

**CERTIFICATE OF MERGER OF
MEJICO EXPRESS
WITH AND INTO
GROUPEX FINANCIAL CORPORATION**

Pursuant to Section 252(c) of the General Corporation Law of the State of Delaware, GroupEx Financial Corporation, a Delaware corporation ("*GroupEx*"), hereby certifies as follows:

FIRST: The name and state of incorporation of each of GroupEx and Mejico Express, a California corporation ("*ME*"), which are the constituent corporations in the merger (the "*Constituent Corporations*"), are as follows:

NAME	STATE OF INCORPORATION
GroupEx Financial Corporation	Delaware
Mejico Express	California

SECOND: The Agreement and Plan of Merger dated as of November 29, 2006 (the "*Merger Agreement*") by and between the Constituent Corporations has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with the requirements of Section 252 of the General Corporation Law of the State of Delaware.

THIRD: The merger shall become effective (the "*Effective Time*") at 12:01 a.m. on January 1, 2007.

FOURTH: In accordance with the Merger Agreement, at the Effective Time, ME will merge with and into GroupEx and GroupEx will continue as the surviving corporation (the "*Surviving Corporation*"). At the Effective Time, the separate corporate existence of ME will cease.

FIFTH: The name of the Surviving Corporation of the merger is GroupEx Financial Corporation, a Delaware Corporation.

SIXTH: The certificate of incorporation of the Surviving Corporation shall be the certificate of incorporation of GroupEx as in effect immediately prior to consummation of the Merger.

SEVENTH: The executed Merger Agreement is on file at an office of the Surviving Corporation, the address of which is 14849 Firestone Blvd., La Mirada, CA 90638.

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

Corporation.

NINTH: The authorized capital stock of ME is five thousand (5,000) shares of Common Stock, having a par value of \$1.00 per share.

IN WITNESS WHEREOF, this Certificate of Merger has been executed by the undersigned, a duly authorized officer of the Surviving Corporation, on behalf of the Surviving Corporation as of December 21, 2006.

GROUPEX FINANCIAL CORPORATION

By: Benjamin L. Knoll
Name: Benjamin L. Knoll
Title: Chief Executive Officer
Benjamin L. Knoll



State of Delaware

The Official Website for the First State

The Secretary of State of Delaware issued a certificate for GROUPEX FINANCIAL CORPORATION whose file number is 2963821 on 12/26/2006 under request number 061184557 for authentication number 5306571.



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