

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2007

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Universum JMG Corporation		12/18/2007	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Universum Communications Inc.
Street Address:	1518 Walnut Street
Internal Address:	Suite 1800
City:	Philadelphia
State/Country:	PENNSYLVANIA
Postal Code:	19102
Entity Type:	CORPORATION: NEW YORK

**PROPERTY NUMBERS Total: 2**

Property Type	Number	Word Mark
Serial Number:	77173580	CODE
Serial Number:	77173584	CODE

**CORRESPONDENCE DATA**

Fax Number: (617)937-2400  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 6179372418  
 Email: trademarks@cooley.com  
 Correspondent Name: Anna Anderson c/o Cooley Godward Kronish  
 Address Line 1: 800 Boylston Street  
 Address Line 2: The Prudential Tower, 46th Floor  
 Address Line 4: Boston, MASSACHUSETTS 02199

ATTORNEY DOCKET NUMBER:	308262-20000
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NAME OF SUBMITTER:	Anna B. Anderson
Signature:	/Anna B. Anderson/
Date:	01/20/2009
<b>Total Attachments: 4</b> source=jmg merger docs - NY#page1.tif source=jmg merger docs - NY#page2.tif source=jmg merger docs - NY#page3.tif source=jmg merger docs - NY#page4.tif	

# ***STATE OF NEW YORK***

## ***DEPARTMENT OF STATE***

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and the official seal of the Department of State, at the City of Albany, on December 26, 2007.

A handwritten signature in black ink that reads "Paul LaPointe".

Paul LaPointe  
Special Deputy Secretary of State

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Certificate of Merger

of

Universum JMG Corporation  
(a Delaware corporation)

with and into

Universum Communications Inc.  
(a New York corporation)

Under Section 904 of the Business Corporation Law

It is hereby certified, upon behalf of each of the constituent corporations herein named, as follows:

FIRST: The Board of Directors of each of the constituent corporations has duly adopted a plan of merger setting forth the terms and conditions of the merger of said corporations.

SECOND: The name of the domestic constituent corporation, which is to be the surviving corporation, and which is hereinafter sometimes referred to as the "surviving constituent corporation", is Universum Communications Inc. The date upon which its certificate of incorporation was filed by the Department of State is July 6, 1999.

THIRD: The name of the foreign constituent corporation, which is being merged into the surviving constituent corporation, and which is hereinafter sometimes referred to as the "merged constituent corporation", is Universum JMG Corporation. The jurisdiction of its incorporation is Delaware; and the date of its incorporation therein is May 17, 2005.

The Application for Authority in the State of New York of the merged constituent corporation to transact business as a foreign corporation therein was filed with the Department of State of the State of New York on June 14, 2005.

FOURTH: As to each constituent corporation, the plan of merger sets forth the designation and number of outstanding shares of each class and series, the specification of the classes and series entitled to vote on the plan of merger, and the specification of each class and series entitled to vote as a class on the plan of merger, as follows:

Universum Communications Inc.

Designation of each outstanding class and series of shares	Number of outstanding shares of each class	Designation of class and series entitled to vote	Classes and series entitled to vote as a class
Common	1,000	Common	Common

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Universum JMG Corporation

Designation of each outstanding class and series of shares	Number of outstanding shares of each class	Designation of class and series entitled to vote	Classes and series entitled to vote as a class
Preferred, Series A	500,000	Preferred, Series A	Preferred, Series A
Common	319,665	Common	Common

FIFTH: The merger herein certified was authorized in respect of the surviving constituent corporation by the written consent of holders of outstanding shares of the corporation entitled to vote on the plan of merger, having not less than the minimum requisite proportion of votes, which has been given in accordance with Section 615 of the Business Corporation Law of the State of New York. Written notice has been given as and to the extent required by the said Section 615.

SIXTH: The merger herein certified was authorized in respect of the merged constituent corporation in accordance with the laws of its jurisdiction of incorporation and is in compliance with said laws.


SEVENTH: The effective date of the merger herein certified, insofar as the provisions of the Business Corporation Law of the State of New York govern such effective date, shall be December 31, 2007.

IN WITNESS WHEREOF, said constituent corporations have caused this certificate to be signed by an authorized officer of each constituent corporation as of the 18<sup>th</sup> day of December, 2007.

**UNIVERSUM COMMUNICATIONS INC.**  
a New York corporation

By:   
Name: Claudia Tattanelli  
Title: President

**UNIVERSUM JMG CORPORATION**  
a Delaware corporation

By:   
Name: Claudia Tattanelli  
Title: President

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CERTIFICATE OF MERGER  
OF  
UNIVERSUM JMG CORPORATION

INTO

UNIVERSUM COMMUNICATIONS INC.

Section 904 of the Businesss Corporation Law

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ICC  
STATE OF NEW YORK  
DEPARTMENT OF STATE  
FILED DEC 24 2007

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BY: JCH  
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