

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	05/01/2009

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
BYDESIGN FINANCIAL SOLUTIONS	FORMERLY Consumer Credit Counseling Service of Los Angeles	05/01/2009	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	CLEARPOINT FINANCIAL SOLUTIONS, INC.
Street Address:	8000 Franklin Farms Drive
City:	Richmond
State/Country:	VIRGINIA
Postal Code:	23229
Entity Type:	CORPORATION: VIRGINIA

PROPERTY NUMBERS Total: 5

Property Type	Number	Word Mark
Registration Number:	3604288	BYDESIGN FINANCIAL SOLUTIONS
Registration Number:	2723720	BYDESIGN PERSONAL FINANCE SOLUTIONS, INC.
Registration Number:	2491999	CONSUMER CREDIT COUNSELING SERVICE OF LOS ANGELES
Registration Number:	2316554	
Serial Number:	78499756	BYDESIGN

CORRESPONDENCE DATA

Fax Number: (804)697-4112
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 804-697-4109
 Email: pbroadbent@cblaw.com
 Correspondent Name: Peter E. Broadbent, Jr.

OP \$140.00 3604288

Address Line 1: 909 East Main Street, Suite 1200
Address Line 4: Richmond, VIRGINIA 23219-3095

ATTORNEY DOCKET NUMBER: 14103-00012

NAME OF SUBMITTER: Peter E. Broadbent, Jr.

Signature: /peter_e-broadbent,jr./

Date: 08/31/2009

Total Attachments: 8
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COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

AT RICHMOND, MAY 1, 2009

The State Corporation Commission finds the accompanying articles submitted on behalf of
ClearPoint Financial Solutions, Inc.

comply with the requirements of law and confirms payment of all required fees. Therefore, it is
ORDERED that this

CERTIFICATE OF MERGER

be issued and admitted to record with the articles of merger in the Office of the Clerk of the
Commission, effective May 1, 2009. Each of the following:

BYDESIGN FINANCIAL SOLUTIONS (A CA CORP NOT
QUALIFIED IN VA)

is merged into ClearPoint Financial Solutions, Inc., which continues to exist under the laws of
VIRGINIA with the name ClearPoint Financial Solutions, Inc., and the separate existence of
each non-surviving entity ceases.

STATE CORPORATION COMMISSION

By



Commissioner

MERGACPT
CIS0354
09-05-01-0500

TRADEMARK
REEL: 004054 FRAME: 0892

ARTICLES OF MERGER

BYDESIGN FINANCIAL SOLUTIONS,
a nonprofit public benefit corporation organized under the laws of the State of California

INTO

CLEARPOINT FINANCIAL SOLUTIONS, INC.,
a nonstock corporation organized under the laws of the Commonwealth of Virginia

Pursuant to the provisions of Article 11 of the Virginia Nonstock Corporation Act and Chapter 10 of the California Nonprofit Public Benefit Corporation Law, the undersigned hereby adopt the following Articles of Merger:

FIRST: The Plan of Merger (the "Plan"), pursuant to which BYDESIGN FINANCIAL SOLUTIONS, a nonprofit public benefit corporation organized under the laws of the State of California (the "Merged Corporation"), will merge into CLEARPOINT FINANCIAL SOLUTIONS, INC., a nonstock corporation organized under the laws of the Commonwealth of Virginia (the "Merging Corporation"), is attached hereto as Exhibit A and made a part hereof.

Pursuant to the Plan, the Merging Corporation shall be and continue in existence as the surviving corporation (the "Surviving Corporation").

SECOND: The terms and conditions of the transaction set forth in these Articles of Merger were advised, authorized, and approved by each of the Merging Corporation and the Merged Corporation in the manner and by the vote required by its charter and the laws of the state where it is organized.

THIRD: The Plan was approved and adopted as of February 24, 2009, by the requisite vote of the Board of Directors of the Merged Corporation (*i.e.*, a majority of the directors in

office) at a special meeting of the Board of Directors of the Merged Corporation called for such purpose.

FOURTH: The Plan was approved and adopted as of March 5, 2009, by the requisite vote of the Board of Directors of the Merging Corporation (*i.e.*, a majority of the directors in office) at a special meeting of the Board of Directors of the Merging Corporation called for such purpose.

FIFTH: The Merged Corporation has no members and therefore approval of the Plan by members of the Merged Corporation is not required.

SIXTH: The Merging Corporation has no members and therefore approval of the Plan by members of the Merging Corporation is not required.

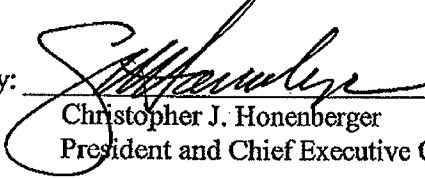
SEVENTH: The effective date of these Articles of Merger shall be May 1, 2009.

[Signature Page Follows]

DATED: As of April 30, 2009.

CLEARPOINT FINANCIAL SOLUTIONS, INC.

By: _____


Christopher J. Honenberger
President and Chief Executive Officer

BYDESIGN FINANCIAL SOLUTIONS

By: _____

Martha Lucey
President and Chief Executive Officer

926898v2

DATED: As of April 30, 2009.

CLEARPOINT FINANCIAL SOLUTIONS, INC.

By: _____
Christopher J. Honenberger
President and Chief Executive Officer

BYDESIGN FINANCIAL SOLUTIONS

By: Martha Lucey
Martha Lucey
President and Chief Executive Officer

926898v2

PLAN OF MERGER

THIS PLAN OF MERGER is made and entered into as of April 30, 2009, by and between BYDESIGN FINANCIAL SOLUTIONS, a nonprofit public benefit corporation organized under the laws of the State of California ("Merged Corporation"), and CLEARPOINT FINANCIAL SOLUTIONS, INC., a nonstock corporation organized under the laws of the Commonwealth of Virginia ("Merging Corporation").

A. The Board of Directors of Merged Corporation, by resolution adopted by the requisite vote of the Directors entitled to vote on February 24, 2009, and the Board of Directors of Merging Corporation, by resolution adopted by the requisite vote of the Directors entitled to vote on March 5, 2009, have approved the merger of Merged Corporation with and into Merging Corporation by a statutory merger upon the terms and conditions set forth in this Plan of Merger.

NOW THEREFORE, Merged Corporation and Merging Corporation agree as follows:

1. Merger. At the Effective Time (as defined below), Merged Corporation shall be merged with and into Merging Corporation (the "Merger") in accordance with the provisions of Article 11 of the Virginia Nonstock Corporation Act and Chapter 10 of the California Nonprofit Public Benefit Corporation Law; Merging Corporation shall be and continue in existence as the surviving corporation of the Merger ("Surviving Corporation"); and the separate existence of Merged Corporation shall cease.

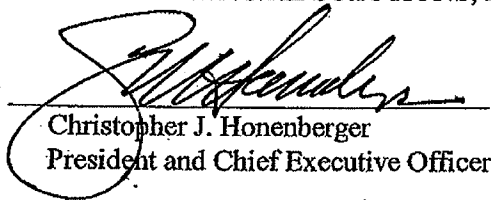
2. Effective Time. The effective date of the Merger shall be May 1, 2009 (the "Effective Time").

3. Articles of Incorporation. The Articles of Incorporation of Merging Corporation shall become the Articles of Incorporation of Surviving Corporation after the Effective Time until amended or repealed as provided by applicable law.

IN WITNESS WHEREOF, Merged Corporation and Merging Corporation have caused this Plan of Merger to be executed as of the day and year first above written.

CLEARPOINT FINANCIAL SOLUTIONS, INC.

By: _____



Christopher J. Honenberger
President and Chief Executive Officer

BYDESIGN FINANCIAL SOLUTIONS

By: _____

Martha Lucey
President and Chief Executive Officer

926898v2

IN WITNESS WHEREOF, Merged Corporation and Merging Corporation have caused this Plan of Merger to be executed as of the day and year first above written.

CLEARPOINT FINANCIAL SOLUTIONS, INC,

By: _____
Christopher J. Honenberger
President and Chief Executive Officer

BYDESIGN FINANCIAL SOLUTIONS

By: Martha Lucey
Martha Lucey
President and Chief Executive Officer

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