

**TRADEMARK ASSIGNMENT**

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

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
ByDesign Financial Solutions	FORMERLY Consumer Credit Counselors of Los Angeles	04/27/2009	CORPORATION: CALIFORNIA

**RECEIVING PARTY DATA**

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

**PROPERTY NUMBERS Total: 1**

Property Type	Number	Word Mark
Registration Number:	2491999	CONSUMER CREDIT COUNSELING SERVICE OF LOS ANGELES

**CORRESPONDENCE DATA**

Fax Number: (310)641-8798  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Email: pto@gates-cooper.com  
 Correspondent Name: Jason S. Feldmar, Gates & Cooper LLP  
 Address Line 1: 6701 Center Drive West  
 Address Line 2: Suite 1050  
 Address Line 4: Los Angeles, CALIFORNIA 90045

<b>ATTORNEY DOCKET NUMBER:</b>	30964.8-US-01
<b>NAME OF SUBMITTER:</b>	Jason S. Feldmar

**900190956**

**TRADEMARK  
 REEL: 004533 FRAME: 0778**

**OP \$40.00 2491999**

Signature:	/Jason S. Feldmar/
Date:	05/04/2011
<b>Total Attachments: 5</b> source=Signed Articles of Merger - ClearPoint and ByDesign#page1.tif source=Signed Articles of Merger - ClearPoint and ByDesign#page2.tif source=Signed Articles of Merger - ClearPoint and ByDesign#page3.tif source=Signed Articles of Merger - ClearPoint and ByDesign#page4.tif source=Signed Articles of Merger - ClearPoint and ByDesign#page5.tif	

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.

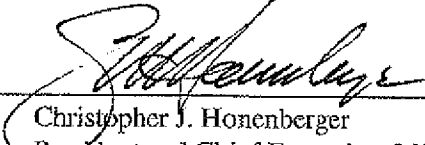
SIXTH: The Merging Corporation has no members and therefore approval of the Plan by members of the Merging Corporation is not required.

SEVENTH: The effective date of these Articles of Merger shall be 5/1, 2009.

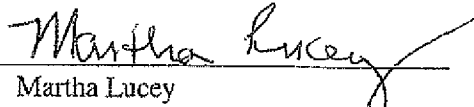
*[Signature Page Follows]*

DATED: As of 4/27, 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

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PLAN OF MERGER

THIS PLAN OF MERGER is made and entered into as of 4/27, 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.

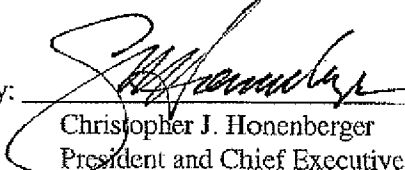
2. Effective Time. The effective date of the Merger shall be 5/1, 2009 (the "Effective Time").

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

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