

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

|                       |                |
|-----------------------|----------------|
| SUBMISSION TYPE:      | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | MERGER         |
| EFFECTIVE DATE:       | 01/01/2005     |

|                             |          |                |                       |
|-----------------------------|----------|----------------|-----------------------|
| <b>CONVEYING PARTY DATA</b> |          |                |                       |
| Name                        | Formerly | Execution Date | Entity Type           |
| Destination Rewards Inc.    |          | 12/22/2004     | CORPORATION: MICHIGAN |

|                             |                                |
|-----------------------------|--------------------------------|
| <b>RECEIVING PARTY DATA</b> |                                |
| Name:                       | DR Acquisition Inc.            |
| Street Address:             | 1225 Broken Sound Parkway N.W. |
| Internal Address:           | Suite A                        |
| City:                       | Boca Raton                     |
| State/Country:              | FLORIDA                        |
| Postal Code:                | 33487                          |
| Entity Type:                | CORPORATION: FLORIDA           |

|                                  |         |           |
|----------------------------------|---------|-----------|
| <b>PROPERTY NUMBERS Total: 1</b> |         |           |
| Property Type                    | Number  | Word Mark |
| Registration Number:             | 3422504 | BÄST      |

|   |                           |
|---|---------------------------|
| <b>CORRESPONDENCE DATA</b>  |                           |
| Fax Number:   | 2486475210                |
| <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i> |                           |
| Phone:  | 248-647-6000              |
| Email:  | docket@patlaw.com         |
| Correspondent Name:   | Douglas L. Wathen         |
| Address Line 1:   | PO Box 7021               |
| Address Line 4:   | Troy, MICHIGAN 48007-7021 |

|                         |                   |
|-------------------------|-------------------|
| ATTORNEY DOCKET NUMBER: | DRI-10419/36      |
| NAME OF SUBMITTER:      | Douglas L. Wathen |

OP \$40.00 3422504

|  |            |
|--|------------|
| Signature:   | /dlw/      |
| Date:  | 06/10/2013 |
| Total Attachments: 4<br>source=DR110419--merger documents#page1.tif<br>source=DR110419--merger documents#page2.tif<br>source=DR110419--merger documents#page3.tif<br>source=DR110419--merger documents#page4.tif |            |

**PLAN OF MERGER**  
**(Non Subsidiaries)**

The following plan of merger is submitted in compliance with section 607.1101, F.S. and in accordance with the laws of any other applicable jurisdiction of incorporation.

**First:** The name and jurisdiction of the surviving corporation:

| <u>Name</u>               | <u>Jurisdiction</u> |
|---------------------------|---------------------|
| <u>DR Acquisition Inc</u> | <u>Florida</u>      |

**Second:** The name and jurisdiction of each merging corporation:

| <u>Name</u>                    | <u>Jurisdiction</u> |
|--------------------------------|---------------------|
| <u>Destination Rewards Inc</u> | <u>Michigan</u>     |
| <u> </u>                       | <u> </u>            |
| <u> </u>                       | <u> </u>            |
| <u> </u>                       | <u> </u>            |
| <u> </u>                       | <u> </u>            |

**Third:** The terms and conditions of the merger are as follows:

The merger shall be effective upon filing with the State of Florida (the "effective date"). The laws which are to govern the affairs of the surviving corporation shall be the laws of the State of Florida. On the effective date, all membership interests in Destination Rewards Inc. shall be surrendered to the surviving corporation and cancelled.

**Fourth:** The manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the surviving corporation or any other corporation or, in whole or in part, into cash or other property and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, or other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

Each share of common stock of Destination Rewards Inc. issued and outstanding, shall remain issued and outstanding in the surviving corporation

*(Attach additional sheets if necessary)*

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached as an exhibit:

N/A

OR

Restated articles are attached:

Other provisions relating to the merger are as follows:

N/A

# ARTICLES OF MERGER

## (Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, F.S.

First: The name and jurisdiction of the surviving corporation:

| <u>Name</u>        | <u>Jurisdiction</u> | <u>Document Number</u><br>(If known/ applicable) |
|--------------------|---------------------|--|
| DR Acquisition Inc | Florida             | P0400015954                                      |

Second: The name and jurisdiction of each merging corporation:

| <u>Name</u>             | <u>Jurisdiction</u> | <u>Document Number</u><br>(If known/ applicable) |
|-------------------------|---------------------|--|
| Destination Rewards Inc | Michigan            | 46835H   |
|                         |                     |  |
|                         |                     |  |
|                         |                     |  |
|                         |                     |  |

**EFFECTIVE DATE**  
1/1/05

**FILED**  
04 DEC 27 PM 2:49  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

**OR** 01 / 01 / 05 (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days in the future.)

Fifth: Adoption of Merger by surviving corporation - (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the surviving corporation on \_\_\_\_\_.

The Plan of Merger was adopted by the board of directors of the surviving corporation on 12/22/2004 and shareholder approval was not required.

Sixth: Adoption of Merger by merging corporation(s) (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on \_\_\_\_\_.

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on 12/22/2004 and shareholder approval was not required.

*(Attach additional sheets if necessary)*

**Seventh: SIGNATURES FOR EACH CORPORATION**

Name of Corporation

Signature

Typed or Printed Name of Individual & Title

DR Acquisition



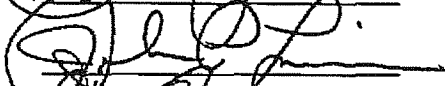
John J Finn CEO

Destination Rewards Inc



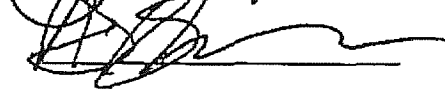
John J Finn CEO

Destination Rewards Inc



John P Lavin President

Destination Rewards Inc



David W Shaw

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