TRADEMARK ASSIGNMENT

SUBMISSION TYPE: NEW ASSIGNMENT

NATURE OF CONVEYANCE: MERGER

EFFECTIVE DATE: 02/27/2012

CONVEYING PARTY DATA

<table>
<thead>
<tr>
<th>Name</th>
<th>Formerly</th>
<th>Execution Date</th>
<th>Entity Type</th>
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<tr>
<td>MERSCORP, Inc.</td>
<td></td>
<td>02/27/2012</td>
<td>CORPORATION: DELAWARE</td>
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RECEIVING PARTY DATA

<table>
<thead>
<tr>
<th>Name</th>
<th>MERSCORP Holdings, Inc.</th>
</tr>
</thead>
<tbody>
<tr>
<td>Street Address</td>
<td>1818 Library Street</td>
</tr>
<tr>
<td>Internal Address</td>
<td>Suite 300</td>
</tr>
<tr>
<td>City</td>
<td>Reston</td>
</tr>
<tr>
<td>State/Country</td>
<td>VIRGINIA</td>
</tr>
<tr>
<td>Postal Code</td>
<td>20190</td>
</tr>
<tr>
<td>Entity Type</td>
<td>CORPORATION: DELAWARE</td>
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PROPERTY NUMBERS Total: 2

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<tr>
<th>Property Type</th>
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<tbody>
<tr>
<td>Registration Number</td>
<td>3714948</td>
<td>PROCESS LOANS, NOT PAPERWORK.</td>
</tr>
<tr>
<td>Registration Number</td>
<td>2084831</td>
<td>MERS</td>
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CORRESPONDENCE DATA

Fax Number: 7037480183

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 703-738-0232

Email: anneb@mersinc.org

Correspondent Name: Anne Braucher

Address Line 1: 1818 Library Street

Address Line 2: Suite 300

Address Line 4: Reston, VIRGINIA 20190

NAME OF SUBMITTER: Anne Braucher
<table>
<thead>
<tr>
<th>Signature:</th>
<th>/AnneBraucher/</th>
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<tr>
<td>Date:</td>
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Total Attachments: 5
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source=MERSCORP Holdings Merger Doc#page5.tif
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"MERSCORP HOLDINGS, INC.", A DELAWARE CORPORATION,

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

MERGING

MERSCORP HOLDINGS, INC.

WITH AND INTO

MERSCORP, INC.

Pursuant to Section 253 of the
General Corporation Law of the State of Delaware

MERSCORP, Inc., a Delaware corporation (the "Company"), does hereby certify to the following facts relating to the merger (the "Merger") of MERSCORP Holdings, Inc., a Delaware corporation (the "Subsidiary"), with and into the Company, with the Company remaining as the surviving corporation under the name of MERSCORP Holdings, Inc.:

FIRST: The Company is incorporated pursuant to the General Corporation Law of the State of Delaware (the "General Corporation Law"). The Subsidiary is incorporated pursuant to the General Corporation Law.

SECOND: The Company owns all of the outstanding shares of each class of capital stock of the Subsidiary.

THIRD: On October 20, 2011, the Board of Directors of the Company, by the following resolutions, duly determined to merge the Subsidiary with and into the Company pursuant to Section 253 of the General Corporation Law:

"WHEREAS, the Company desires to change its name to MERSCORP Holdings, Inc., pursuant to Section 253(b) of the General Corporation Law (the "Name Change");

WHEREAS, in order to effect the Name Change, the Company incorporated a corporation named MERSCORP Holdings, Inc. (the "Subsidiary") under the General Corporation Law and acquired one hundred (100) shares of Common Stock, par
value $.01 per share, of the Subsidiary (collectively, the “Incorporation”);

WHEREAS, the Company owns all of the outstanding shares of the capital stock of the Subsidiary; and

WHEREAS, in order to effect the Name Change, the Board of Directors of the Company has deemed it advisable that the Subsidiary be merged with and into the Company (the “Merger”), pursuant to Section 253 of the General Corporation Law.

NOW, THEREFORE, BE IT AND IT HEREBY IS

RESOLVED, that the Incorporation is hereby authorized, approved, ratified, and confirmed in all respects; and it is further

RESOLVED, that the Company is hereby authorized to effect the Name Change by merging the Subsidiary with and into the Company pursuant to Section 253 of the General Corporation Law; and it is further

RESOLVED, that by virtue of the Merger and without any action on the part of the holder thereof, each then outstanding share of Class A Common Stock, par value $.01 per share, of the Company (the "Class A Common Stock"), Class B Common Stock, par value $.01 per share, of the Company (the "Class B Common Stock") and Class C Common Stock, par value $.01 per share, of the Company (the "Class C Common Stock") shall remain unchanged and continue to remain outstanding as one share of Class A Common Stock, Class B Common Stock or Class C Common Stock, as applicable, held by the person who was the holder of such share immediately prior to the Merger; and it is further

RESOLVED, that by virtue of the Merger and without any action on the part of the holder thereof, each then outstanding share of Common Stock, par value $.01 per share, of the Subsidiary shall be cancelled and no consideration shall be issued in respect thereof; and it is further

RESOLVED, that the Certificate of Incorporation of the Company as in effect immediately prior to the effective time of the Merger shall be the certificate of incorporation of the surviving corporation, except that Article I thereof shall be amended to read in its entirety as follows:
"Article I

Name

The name of the corporation (the "Corporation") is MERSCORP Holdings, Inc."

RESOLVED, that the proper officers of the Company be and they hereby are authorized and directed to do all acts and things that may be necessary to carry out and effectuate the purpose and intent of the resolutions relating to the Name Change, the Incorporation, and the Merger; and it is further

RESOLVED, that the proper officers of the Company be and they hereby are authorized and directed to make, execute and acknowledge, in the name and under the corporate seal of the Company, a certificate of ownership and merger for the purpose of consummating the Merger and to file the same in the office of the Secretary of State of the State of Delaware, and to do all other acts and things that may be necessary to carry out and effectuate the purpose and intent of the resolutions relating to the Merger."

FOURTH: The Company shall be the surviving corporation of the Merger.

FIFTH: The certificate of incorporation of the Company as in effect immediately prior to the effective time of the Merger shall be the certificate of incorporation of the surviving corporation, except that Article I thereof shall be amended to read in its entirety as follows:

"Article I

Name

The name of the corporation (the "Corporation") is MERSCORP Holdings, Inc."
IN WITNESS WHEREOF, the Company has caused this Certificate of Ownership and Merger to be executed by its duly authorized officer this 25th day of February, 2012.

MERSCORP, INC.

By: ____________________________

Name: William Beckmann
Office: President