

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|---|-----------------------------------|----------------|------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | MERGER | | |
| EFFECTIVE DATE: | 11/30/2008 | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| SITEL CORPORATION | | 11/30/2008 | CORPORATION: MINNESOTA |
| RECEIVING PARTY DATA | | | |
| Name: | SITEL OPERATING CORPORATION | | |
| Street Address: | 3102 West End Avenue | | |
| Internal Address: | Suite 1000 | | |
| City: | Nashville | | |
| State/Country: | TENNESSEE | | |
| Postal Code: | 37203 | | |
| Entity Type: | CORPORATION: DELAWARE | | |
| PROPERTY NUMBERS Total: 1 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 1448816 | SITEL | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | (614)464-1737 | | |
| Phone: | 614.559.7282 | | |
| Email: | squimby@fbtlaw.com | | |
| <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i> | | | |
| Correspondent Name: | Samantha M. Quimby | | |
| Address Line 1: | FROST BROWN TODD LLC | | |
| Address Line 2: | 10 West Broad Street - Suite 2300 | | |
| Address Line 4: | Columbus, OHIO 43215 | | |
| NAME OF SUBMITTER: | Samantha M. Quimby | | |
| Signature: | /samantha m quimby/ | | |

OP \$40.00 1448816

Date:

10/05/2011

Total Attachments: 2

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Delaware

The First State



PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"SITEL CORPORATION", A MINNESOTA CORPORATION,
WITH AND INTO "SITEL OPERATING CORPORATION" UNDER THE NAME OF "SITEL OPERATING CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FOURTH DAY OF NOVEMBER, A.D. 2008, AT 4:39 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTIETH DAY OF NOVEMBER, A.D. 2008.

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



2227882 8100M

081142027

You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6986800

DATE: 11-25-08

TRADEMARK

REEL: 004636 FRAME: 0352

State of Delaware
Secretary of State
Division of Corporations
Delivered 06:35 PM 11/24/2008
FILED 04:39 PM 11/24/2008
SRV 081142027 - 2227862 FILE

**STATE OF DELAWARE
CERTIFICATE OF MERGER OF
FOREIGN CORPORATION INTO
A DOMESTIC CORPORATION**

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of the surviving corporation is SITEL OPERATING CORPORATION, a Delaware corporation, and the name of the corporation being merged into this surviving corporation is SITEL CORPORATION, a MINNESOTA corporation.

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations pursuant to Title 8 Section 252 of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation is SITEL OPERATING CORPORATION, a Delaware corporation.

FOURTH: The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.

FIFTH: The authorized stock and par value of the non-Delaware corporation is 50,000,000 shares of common stock with a par value of \$.001 per share.

SIXTH: The merger is to become effective on November 30, 2008.

SEVENTH: The Agreement of Merger is on file at TWO AMERICAN CENTER, SUITE 1000, NASHVILLE, TENNESSEE 37203, an office of the surviving corporation.

EIGHTH: A copy of the Agreement of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the constituent corporations.

IN WITNESS WHEREOF, said surviving corporation has caused this certificate to be signed by an authorized officer, the 21st day of November, A.D., 2008.

By: David L. Beckman, Jr.
Authorized Officer

Name: DAVID L. BECKMAN, JR.
Print or Type

Title: Secretary

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TRADEMARK

REEL: 004636 FRAME: 0353

RECORDED: 10/05/2011