

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM391454

| | |
|------------------------------|---------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | MERGER AND CHANGE OF NAME |
| EFFECTIVE DATE: | 12/29/2015 |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|---------------------------|----------|----------------|-----------------------|
| Sterling & Sterling, Inc. | | 12/29/2015 | Corporation: NEW YORK |

NEWLY MERGED ENTITY DATA

| Name | Execution Date | Entity Type |
|-------------------------------------|----------------|-------------------------------------|
| Sterling & Sterling Acquisition LLC | 12/29/2015 | Limited Liability Company: NEW YORK |

MERGED ENTITY'S NEW NAME (RECEIVING PARTY)

| | |
|------------------------|-------------------------------------|
| Name: | Sterling & Sterling LLC |
| Street Address: | 135 Crossways Park Drive |
| City: | Woodbury |
| State/Country: | NEW YORK |
| Postal Code: | 11797 |
| Entity Type: | Limited Liability Company: NEW YORK |

PROPERTY NUMBERS Total: 12

| Property Type | Number | Word Mark |
|-----------------------------|---------|---|
| Registration Number: | 4742408 | MORE THAN A TPA · YOUR TRUSTED PARTNERS |
| Registration Number: | 4421656 | STERLINGRISK |
| Registration Number: | 3394311 | REDUCE RISK SPEND LESS |
| Registration Number: | 3387048 | RISK PROFILE SYSTEM |
| Registration Number: | 3427422 | REDUCE RISK. SPEND LESS. |
| Registration Number: | 3441305 | SURETECH |
| Registration Number: | 3414991 | SURETREND |
| Registration Number: | 3427400 | SURECOMP |
| Registration Number: | 3419003 | SUREWATCH |
| Registration Number: | 3427399 | SURECOVER |
| Registration Number: | 3319233 | SURERISK |
| Registration Number: | 2495486 | ES&P |

CORRESPONDENCE DATA**TRADEMARK**

Fax Number: 5168223582

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

Phone: 5168223550

Email: aebdocket@hbiplaw.com

Correspondent Name: Hoffmann & Baron, LLP

Address Line 1: 6900 Jericho Turnpike

Address Line 4: Syosset, NEW YORK 11791

| | |
|---------------------------|--------------------|
| NAME OF SUBMITTER: | Anthony E. Bennett |
|---------------------------|--------------------|

| | |
|-------------------|---------------------|
| SIGNATURE: | /anthony e bennett/ |
|-------------------|---------------------|

| | |
|---------------------|------------|
| DATE SIGNED: | 07/14/2016 |
|---------------------|------------|

Total Attachments: 5

source=S&S_ACQ_&_INC_Merger_Cert_-_S&S_LLC_12-29-15#page1.tif

source=S&S_ACQ_&_INC_Merger_Cert_-_S&S_LLC_12-29-15#page2.tif

source=S&S_ACQ_&_INC_Merger_Cert_-_S&S_LLC_12-29-15#page3.tif

source=S&S_ACQ_&_INC_Merger_Cert_-_S&S_LLC_12-29-15#page4.tif

source=S&S_ACQ_&_INC_Merger_Cert_-_S&S_LLC_12-29-15#page5.tif

FILING RECEIPT

=====

ENTITY NAME: STERLING & STERLING LLC

DOCUMENT TYPE: MERGER (DOM LLC)
PROCESS NAME

COUNTY: NASS

=====

FILED:12/29/2015 DURATION:***** CASH#:151229000692 FILM #:151229000631

FILER:

EFFECT DATE

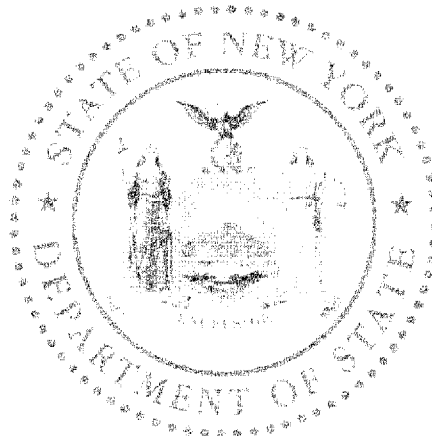
MELTZER, LIPPE, GOLDSTEIN &
BREITSTONE, LLP
190 WILLIS AVENUE
MINEOLA, NY 11501

12/29/2015

ADDRESS FOR PROCESS:

THE LLC
135 CROSSWAYS PARK DRIVE
WOODBURY, NY 11797

REGISTERED AGENT:



CONSTITUENT NAME: STERLING & STERLING, INC.

=====

SERVICE COMPANY: DELANEY CORPORATE SERVICES LTD. - 30

SERVICE CODE: 30

FEEs 95.00

FILING 60.00
TAX 0.00
CERT 0.00
COPIES 10.00
HANDLING 25.00

PAYMENTS 95.00

CASH 0.00
CHECK 0.00
CHARGE 0.00
DRAWDOWN 95.00
OPAL 0.00
REFUND 0.00

=====

TRADEMARK 5 (04/2007)

REEL: 005834 FRAME: 0784

STATE OF NEW YORK
DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

WITNESS my hand and official seal of the
Department of State, at the City of Albany,
on December 30, 2015.



Anthony Giardina

Anthony Giardina
Executive Deputy Secretary of State

151229000 631

CERTIFICATE OF MERGER

OF

STERLING & STERLING, INC.

(a New York corporation)

AND

STERLING & STERLING ACQUISITION LLC

(a New York limited liability company)

INTO

STERLING & STERLING ACQUISITION LLC

(a New York limited liability company)

**Under Section 1003 of the Limited Liability Company Law
of the State of New York**

Pursuant to Section 1003 of the New York Limited Liability Company Law, the undersigned business entities hereby certify as follows:

FIRST: The names of the constituent business entities to the merger (the "Merger") are STERLING & STERLING, INC., a New York corporation originally formed under the name STERLING COVERAGE CORP. and STERLING & STERLING ACQUISITION LLC, a New York limited liability company (together, the "Constituent Entities").

SECOND: The date when the formation document of each constituent entity was filed by the New York Department of state is as follows:

| <u>NAME OF ENTITY</u> | <u>FORMATION DATE</u> |
|-------------------------------------|-----------------------|
| STERLING & STERLING, INC. | July 21, 1972 |
| STERLING & STERLING ACQUISITION LLC | December 23, 2015 |

THIRD: The name of the "Surviving Company" is "STERLING & STERLING LLC".

FOURTH: The Articles of Organization of STERLING & STERLING ACQUISITION

727303.1

151229000631

**TRADEMARK
REEL: 005834 FRAME: 0786**

LLC, as in effect immediately prior to the effective date of the Merger, shall be amended to change the name of the company from "STERLING & STERLING ACQUISITION LLC" to "STERLING & STERLING LLC" and said Articles of Organization shall continue to be the Articles of Organization of the "Surviving Company".

FIFTH: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the Constituent Entities.

SIXTH: The merger is to become effective by the filing of this Certificate of Merger.

SEVENTH: The Secretary of State is designated as agent of the surviving limited liability company upon whom process against it may be served. The address within or without this state to which the Secretary of State shall mail a copy of any process against the limited liability company served upon him or her is: 135 Crossways Park Drive, Woodbury, New York 11797.

EIGHTH: The agreement of merger is on file at the following place of business of the surviving domestic limited liability company: 135 Crossways Park Drive, Woodbury, New York 11797.

NINTH: A copy of the agreement of merger will be furnished by the surviving domestic limited liability company on request and without cost to any member of any domestic limited liability company or to any person holding an interest in any other business entity that is to merge pursuant to such agreement.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Merger and affirm the truth of statements contained herein, insofar as he relates to the respective corporations, under the penalties of perjury this 29th day of December, 2015.

STERLING & STERLING, INC.

By: /s/ DAVID A. STERLING

Name: David A. Sterling

Title: CEO and President

STERLING & STERLING ACQUISITION
LLC

By: /s/ DAVID A. STERLING

Name: David A. Sterling

Title: Manager

631

FILED

2015 DEC 29 PM 3:48

CERTIFICATE OF MERGER

OF

STERLING & STERLING, INC.

(a New York corporation)

AND

STERLING & STERLING ACQUISITION LLC

(a New York limited liability company)

INTO

STERLING & STERLING ACQUISITION LLC

(a New York limited liability company)

**Under Section 1003 of the Limited Liability Company Law
of the State of New York**

MLK

**DRAWDOWN
DELANEY #30**

Filer:

Meltzer, Lippe, Goldstein & Breitstone, LLP
190 Willis Avenue
Mineola, New York 11501

ICC

**STATE OF NEW YORK
DEPARTMENT OF STATE**

FILED DEC 29 2015

TAXS _____

BY: _____

[Signature]

RECEIVED

2015 DEC 29 PM 2:12

692

727303.1