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PATENT REEL: 012162 FRAME: 0729

State of Delaware Office of the Secretary of 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:

"PRIMARK HOLDING CORPORATION", A DELAWARE CORPORATION,

WITH AND INTO "THOMSON U.S. INC." UNDER THE NAME OF "THOMSON U.S. INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF MARCH, A.D. 2001, AT 9:10 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRD DAY OF APRIL, A.D. 2001, AT 9:10 O'CLOCK A.M.



Warriet Smith Windson, Secretary of State

AUTHENTICATION: 1179080

DATE: 06-08-01

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STATE OF DELAWARE SECRETARY OF STATE DIVISION OF CORPORATIONS FILED 09:10 AM 03/29/2001 010155946 - 2635957

CERTIFICATE OF MERGER

OF

PRIMARK HOLDING CORPORATION

AND

THOMSON U.S. INC.

It is hereby certified that:

1. The constituent business corporations participating in the merger herein certified are:

(i) PRIMARK HOLDING CORPORATION, which is incorporated under the laws of the State of Delaware; and

(ii) THOMSON U.S. INC., which is incorporated under the laws of the State of Delaware.

2. An Agreement of Merger has been approved, adopted, certified, executed, and acknowledged by each of the aforesaid constituent corporations in accordance with the provisions of subsection (c) of Section 251 of the General Corporation Law of the State of Delaware.

3. The name of the surviving corporation in the merger herein certified is THOMSON U.S. INC., which will continue its existence as said surviving corporation under its present name upon the effective date of said merger pursuant to the provisions of the General Corporation Law of the State of Delaware.

4. The Certificate of Incorporation of THOMSON U.S. INC., as now in force and effect, shall continue to be the Certificate of Incorporation of said surviving corporation until amended and changed pursuant to the provisions of the General Corporation Law of the State of Delaware.

5. The executed Agreement of Merger between the aforesaid constituent corporations is on file at an office of the aforesaid surviving corporation, the address of which is as follows: c/o The Thomson Corporation, One Station Place, Stamford, CT 06902.

6. A copy of the aforesaid Agreement of Merger will be furnished by the aforesaid surviving corporation, on request, and without cost, to any stockholder of each of the aforesaid constituent corporations.

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PATENT REEL: 012162 FRAME: 0731 7. The Agreement of Merger between the aforesaid Constituent Corporations shall be effective on April 3, 2001 at 9:10am.

Dated: March 27, 2001.

PRIMARK HOLDING CORPORATION

By: Michael S. Harris Vice President

THOMSON U.S. INC.

By:

Michael S. Harris Vice President

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RECORDED: 09/10/2001