

**PATENT ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	06/02/2008
<b>CONVEYING PARTY DATA</b>	
Name	Execution Date
Center for Financial Research and Analysis, LLC	06/02/2008
<b>RECEIVING PARTY DATA</b>	
Name:	RMG-CFRA, LLC
Street Address:	2099 Gaither Road, Suite 501
City:	Rockville
State/Country:	MARYLAND
Postal Code:	20850
<b>PROPERTY NUMBERS Total: 1</b>	
Property Type	Number
Application Number:	11073096
<b>CORRESPONDENCE DATA</b>	
Fax Number:	(212)981-1014
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	212-981-1076
Email:	karen.nemeth@riskmetrics.com
Correspondent Name:	RiskMetrics Group, Inc.
Address Line 1:	One Chase Manhattan Plaza, 44th Floor
Address Line 2:	Attn: Karen Nemeth
Address Line 4:	New York, NEW YORK 08822
ATTORNEY DOCKET NUMBER:	20050267828 CFRA
NAME OF SUBMITTER:	Karen Nemeth

Total Attachments: 3  
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 source=CFRA Into ISS Merger Certificates#page2.tif

OP \$40.00 11073096



# Delaware

PAGE 1

*The First State*

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:

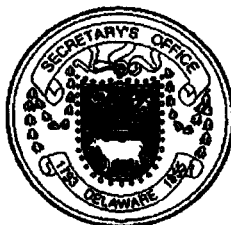
"CENTER FOR FINANCIAL RESEARCH AND ANALYSIS, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "RMG-CFRA, LLC" UNDER THE NAME OF "RMG-CFRA, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SECOND DAY OF JUNE, A.D. 2008, AT 5:25 O'CLOCK P.M.

3716763 8100M

080653997

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6630435

DATE: 06-02-08

PATENT  
REEL: 021533 FRAME: 0835

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 05:45 PM 06/02/2008  
FILED 05:25 PM 06/02/2008  
SRV 080653997 - 3716763 FILE

**CERTIFICATE OF MERGER**  
of  
**Center for Financial Research and Analysis, LLC**  
into  
**RMG-CFRA, LLC**

Pursuant to Section 18-209 of the Delaware Limited Liability Company Act

Each undersigned limited liability company organized and existing under and by virtue of the Delaware Limited Liability Company Act,

**DOES HEREBY CERTIFY THAT:**

**FIRST:** The name and state of formation of each of the constituent entities of the merger are as follows:

- (a) RMG-CFRA, LLC, a Delaware limited liability company, and
- (b) Center for Financial Research and Analysis, LLC, a Delaware limited liability company.

**SECOND:** An agreement and plan of merger (the "Merger Agreement") between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 18-209 of the Delaware Limited Liability Company Act.

**THIRD:** The name of the surviving limited liability company is RMG-CFRA, LLC, a Delaware limited liability company.

**FOURTH:** The executed Merger Agreement is on file at the principal place of business of the surviving limited liability company. The address of said principal place of business is: 2099 Gaither Road, Suite 501, Rockville, MD 20850.

**FIFTH:** A copy of the Merger Agreement will be furnished by the surviving corporation, on request and without cost, to any member of the Center for Financial Research and Analysis, LLC or RMG-CFRA, LLC.


**SIXTH:** The Merger shall become effective upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware.

**IN WITNESS WHEREOF**, the undersigned has caused this Certificate to be executed by a duly authorized officer on this 1<sup>st</sup> day of June, 2008.

**RMG-CFRA, LLC**

By:   
\_\_\_\_\_  
**Marc Ethan Berman**  
President

**Center for Financial Research and Analysis, LLC**

By:   
\_\_\_\_\_  
**Marc Ethan Berman**  
President