

**PATENT ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME
<b>CONVEYING PARTY DATA</b>	
<b>Name</b>	<b>Execution Date</b>
eSpeed, Inc.	04/01/2008
<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	BGC Partners, Inc.
<b>Street Address:</b>	499 Park Avenue
<b>City:</b>	New York
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10022
<b>PROPERTY NUMBERS Total: 1</b>	
<b>Property Type</b>	<b>Number</b>
<b>Application Number:</b>	11499833
<b>CORRESPONDENCE DATA</b>	
<b>Fax Number:</b>	(212)308-7537
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
<b>Phone:</b>	212-294-7723
<b>Email:</b>	mbrinton@cantor.com
<b>Correspondent Name:</b>	Dean P. Alderucci
<b>Address Line 1:</b>	BGC Partners, Inc.
<b>Address Line 2:</b>	499 Park Ave
<b>Address Line 4:</b>	New York, NEW YORK 10022
<b>ATTORNEY DOCKET NUMBER:</b>	05-6267
<b>NAME OF SUBMITTER:</b>	Dean P. Alderucci
<b>Total Attachments: 3</b>	
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# Delaware

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*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:

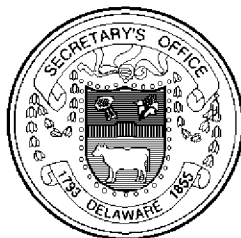
"BGC PARTNERS, LLC", A DELAWARE LIMITED LIABILITY COMPANY, WITH AND INTO "ESPEED, INC." UNDER THE NAME OF "BGC PARTNERS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIRST DAY OF APRIL, A.D. 2008, AT 3:14 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF APRIL, A.D. 2008, AT 4 O'CLOCK P.M.

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

3051512 8100M

080382170



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6493140

DATE: 04-01-08

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

PATENT  
REEL: 022083 FRAME: 0845

**CERTIFICATE OF MERGER**

of

**BGC PARTNERS, LLC**  
a Delaware limited liability company

with and into

**eSPEED, INC.**  
a Delaware corporation

In accordance with Section 264 of the General Corporation Law of the State of Delaware, eSpeed, Inc., a Delaware corporation (the "Surviving Corporation"), does hereby certify the following information relating to the merger (the "Merger") of BGC Partners, LLC, a Delaware limited liability company ("MergeCo"), with and into eSpeed, Inc.:

**FIRST:** The name and state of domicile of each of the constituent entities of the Merger (the "Constituent Entities") are as follows:

<u>Name</u>	<u>State of Incorporation</u>
eSpeed, Inc.	Delaware
BGC Partners, LLC	Delaware

**SECOND:** The Agreement and Plan of Merger, dated as of May 29, 2007, as amended as of November 5, 2007 and February 1, 2008, by and among the Surviving Corporation, MergeCo, Cantor Fitzgerald, L.P., BGC Partners, L.P., BGC Global Holdings, L.P. and BGC Holdings, L.P. (as amended, the "Merger Agreement"), was approved, adopted, certified, executed and acknowledged by each of the Constituent Entities in accordance with the requirements of Section 264 of the General Corporation Law of the State of Delaware.

**THIRD:** The surviving corporation in the Merger is eSpeed, Inc. which will be renamed "BGC Partners, Inc." in the Merger.

**FOURTH:** The Amended and Restated Certificate of Incorporation attached hereto as Exhibit A shall, at the effective time of the Merger, be the certificate of incorporation of the Surviving Corporation.


**FIFTH:** A copy of the executed Merger Agreement is on file at the offices of the Surviving Corporation at BGC Partners, Inc., 499 Park Avenue, New York, New York 10022.

**SIXTH:** A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder or, as applicable, any member of any of the Constituent Entities.

**SEVENTH:** The Merger shall be effective at 4 p.m. on April 1, 2008.

IN WITNESS WHEREOF, the Surviving Corporation has caused this Certificate of Merger to be executed by a duly authorized officer on this 12 day of April, 2008.

eSPEED, INC. (to be renamed "BGC Partners, Inc.")

By:   
Name: Stephen M. Merkel  
Title: Executive Vice President, General Counsel and Secretary

*[Signature Page of Certificate of Merger]*