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TALLAHASSEE FLORIDA

FILED
DEC 29 2004
TALLAHASSEE
FLORIDA

EFFECTIVE DATE
01-01-05

G. O'Connell DEC 29 2004

Merger



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 110452 4332209

AUTHORIZATION :

Patricia Pijoto

COST LIMIT : \$ 70.00

ORDER DATE : December 28, 2004

ORDER TIME : 9:08 AM

ORDER NO. : 110452-010

CUSTOMER NO: 4332209

CUSTOMER: Ms. Helen V. Stamatiadis
The Thomson Corporation
One Station Place

Stamford, CT 06902

ARTICLES OF MERGER

GLOBAL INFORMATION LICENSING
CORPORATION

INTO

THOMSON FINANCIAL INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX _____ PLAIN STAMPED COPY

CONTACT PERSON: Heather Chapman

EXAMINER'S INITIALS: _____

ARTICLES OF MERGER
OF
GLOBAL INFORMATION LICENSING CORPORATION
AND
THOMSON FINANCIAL INC.

FILED
04 DEC 29 PM 1:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To the Department of State
State of Florida

Pursuant to the provisions of the Florida Business Corporation Act, the domestic wholly-owned subsidiary business corporation and the foreign parent business corporation herein named do hereby adopt the following articles of merger.

1. Annexed hereto and made a part hereof is the Plan of Merger for merging Global Information Licensing Corporation with and into Thomson Financial Inc. as approved by the Board of Directors of Global Information Licensing Corporation on December 20, 2004 and adopted at a meeting by the Board of Directors of Thomson Financial Inc. on December 20, 2004.
2. The merger of Global Information Licensing Corporation with and into Thomson Financial Inc. is permitted by the laws of the jurisdiction of organization of Thomson Financial Inc. and has been authorized in compliance with said laws. The date of adoption of the Plan of Merger by the Board of Directors of Thomson Financial Inc. was December 20, 2004.
3. Shareholder approval was not required for the merger.
4. The effective time and date of the merger herein provided for in the State of Florida shall be at 1:00 p.m. on January 1, 2005.

Executed on December 20, 2004.

Global Information Licensing Corporation

By: 

Name: Helen V. Stamatiadis
Capacity: Authorized Officer

Thomson Financial Inc.

By: 

Name: Helen V. Stamatiadis
Capacity: Assistant Secretary

EFFECTIVE DATE
01-01-05

PLAN OF MERGER

"1. Thomson Financial Inc., which is a business corporation of the State of New York and is the parent corporation and the owner of all of the outstanding shares of Global Information Licensing Corporation, which is a business corporation of the State of Florida and the subsidiary corporation, hereby merges Global Information Licensing Corporation into Thomson Financial Inc. pursuant to the provisions of the Florida Business Corporation Act and pursuant to the provisions of the laws of the jurisdiction of organization of Thomson Financial Inc..

"2. The separate existence of Global Information Licensing Corporation shall cease at the effective time and date of the merger pursuant to the provisions of the Florida Business Corporation Act; and Thomson Financial Inc. shall continue its existence as the surviving corporation pursuant to the provisions of the laws of the jurisdiction of its organization.

"3. The issued shares of Global Information Licensing Corporation shall not be converted in any manner, but each said share which is issued immediately prior to the effective time and date of the merger shall be surrendered and extinguished.

"4. The Board of Directors and the proper officers of Thomson Financial Inc. are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for."