

TRADEMARKS ONLY

To the
Please

100951339

TRADEMARKS ONLY

1. Name of Party(ies) conveying an interest:

MEDIVENTURES INC.

Entity:

☐ Individual(s)☐ Association☐ General Partnership☐ Limited Partnership☒ Corporation-State (MICHIGAN)☐ Other

1-14-99

3. Interest Conveyed:

☐ Assignment☐ Change of Name☐ Security Agreement☒ Merger☐ Other

Execution Date: JUNE 5, 1995

2. Name and Address of Party(ies) receiving an interest:

Name: MDV TECHNOLOGIES, INC.

Address: 3040 SCIENCE PARK ROAD, SAN DIEGO, CA 92121

Entity:

☐ Individual(s)☐ Association☒ Corporation-State (DELAWARE) General Partnership☐ Limited Partnership☐ Other

Citizenship

If not domiciled in the United States, a domestic representative designation is attached:

☐ Yes☐ No

(The attached document must not be an assignment)

4. Application number(s) or registration number(s). Additional sheet attached?

☐ Yes☒ No

A. Trademark Application No.(s)

B. Trademark Registration No. 1,707,730 (MDV & DESIGN)

5. Please mail documents back to:

JOHN E. BURKE
Pillsbury Madison & Sutro LLP
1100 New York Avenue, N.W.
Washington, D.C. 20005-3918

6. Number of applications and registrations involved: 1

7. Amount of fee enclosed: \$ 40.00

8. If above amount is missing or inadequate, charge deficiency to our Deposit Account No. 03-3975 under Order No. 06442 / 000 0003

C#

M#

DO NOT USE THIS SPACE

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9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

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40.00 OP

Signature

Total number of pages including cover
sheet, attachments and document.
(excluding duplicate cover sheet)

4

Attorney: JOHN E. BURKE

Date: JANUARY 11, 1999

Tel: (619) 544-3114

Fax: (619) 236-1995

Office of the Secretary of State

I, EDWARD J. FREEL, 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:

"MEDIVENTURES INC.", A MICHIGAN CORPORATION,
WITH AND INTO "MDV TECHNOLOGIES, INC." UNDER THE NAME OF
"MDV TECHNOLOGIES, INC.", A CORPORATION ORGANIZED AND EXISTING
UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED
IN THIS OFFICE THE SEVENTH DAY OF JUNE, A.D. 1995, AT 12:30
O'CLOCK P.M.



Edward J. Freel, Secretary of State

2472839 8100M

971425153

AUTHENTICATION: 8806074

DATE: 12-11-97

TRADEMARK

REEL: 1844 FRAME: 0131

CERTIFICATE OF MERGER**MERGING****MEDIVENTURES INC.****INTO****MDV TECHNOLOGIES, INC.**

Pursuant to Section 252 of the
Delaware General Corporation Law

The undersigned corporation organized and existing under and by virtue of the
General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent
corporations in the merger is as follows:

<u>Name</u>	<u>State of Incorporation</u>
Mediventures Inc.	Michigan
MDV Technologies, Inc.	Delaware

SECOND: That an Agreement and Plan of Merger 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 252 of the
General Corporation Law of the State of Delaware.

THIRD: That MDV Technologies, Inc. shall be the surviving corporation.

FOURTH: That the Certificate of Incorporation of MDV Technologies, Inc. shall be
the Certificate of Incorporation of the surviving corporation.

FIFTH: That the executed Agreement and Plan of Merger is on file at the principal
place of business of the surviving corporation. The address of the principal place of
business of the surviving corporation is 15250 Mercantile Drive, Dearborn, Michigan
48120.


SIXTH: That a copy of the Agreement and Plan of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: That the authorized capital stock of MediVentures Inc. consists of 10,000,000 shares of Common Stock, without par value, and 1,000,000 shares of Preferred Stock, without par value, of which 12,000 shares have been designated as Series A Convertible Preferred Stock, 140,100 have been designated as Series B Convertible Preferred Stock, and 183,000 shares have been designated as Series C Convertible Preferred Stock.

MDV TECHNOLOGIES, INC.

Dated: June 5, 1995

By: _____


Frederick J. Foley
President

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