

06-18-2001



101752335

To the Honorable Commissioner for Patent

ed original documents or copy thereof.

1. Name of conveying party(ies):
T2 Systems, Inc. **RE 3/13/01**

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State: Texas
 Other _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)

Name: T2Sys, Inc.

Internal Address: _____

Street Address: 5250 East U.S. 36, Suite 850

City: Avon State: IN ZIP: 46123

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Indiana
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: August 1, 2000

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)
75/651597

B. Trademark Registration No.(s)
2262939
2427809

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Bruce W. Longbottom, Esq.

Internal Address: Leagre Chandler & Millard LLP

Street Address: 135 North Pennsylvania St., #1400

City: Indianapolis State: IN ZIP: 46204-2415

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41).....\$ 90.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:
50-0460
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.

Bruce W. Longbottom
Name of Person Signing

Signature

June 11, 2001
Date

Total number of pages including cover sheet, attachments, and document: 4

Tab settings



To the Honorable Commissioner for Patents

101653379

attached original documents or copy thereof.

1. Name of conveying party(ies): T2Sys, Inc. 3/13/01

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State: Indiana
 Other _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)

Name: T2 Systems, Inc.

Internal Address: _____

Street Address: 5250 East U.S. 36, Suite 850

City: Avon State: IN ZIP: 46123

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Indiana
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designations must be a separate document from assignment)
 Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: August 1, 2000

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)
75/651597

B. Trademark Registration No.(s)
2262939
2427809

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Bruce W. Longbottom, Esq.

Internal Address: Leagre Chandler & Millard LLP

Street Address: 135 North Pennsylvania St., #1400

City: Indianapolis State: IN ZIP: 46204-2415

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41).....\$ 90.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
50-0460
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.

Bruce W. Longbottom
Name of Person Signing

Signature

June 11, 2001
Date

Total number of pages including cover sheet, attachments, and document: 4

State of Indiana
Office of the Secretary of State

CERTIFICATE OF MERGER
of
T2SYS, INC.

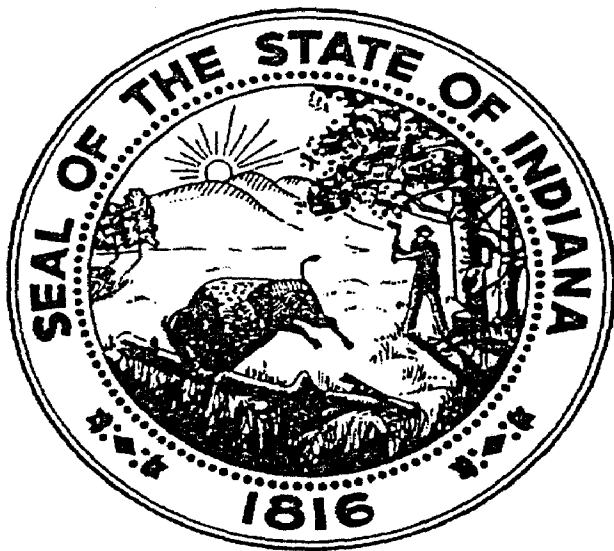
I, SUE ANNE GILROY, Secretary of State of Indiana, hereby certify that Articles of Merger of the above For-Profit Domestic Corporation have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Business Corporation Law.

The following non-surviving entity(s):

T2 SYSTEMS, INC.
a(n) Texas For-Profit Foreign Corporation qualified in Indiana

merged with and into the surviving entity:
T2SYS, INC.

NOW, THEREFORE, with this document I certify that said transaction will become effective Monday, July 31, 2000.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, July 31, 2000.

Sue Anne Gilroy

SUE ANNE GILROY,
SECRETARY OF STATE

2000073100046 / 2000073144349



The State of Texas

SECRETARY OF STATE

CERTIFICATE OF MERGER

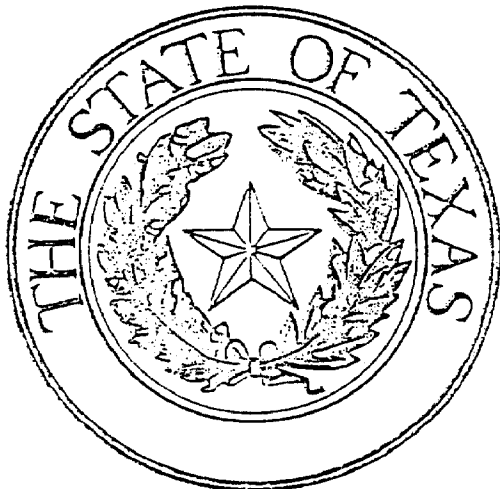
The undersigned, as Secretary of State of Texas, hereby certifies that the attached Articles of Merger of

T2 SYSTEMS, INC.
a Texas corporation
with
T2SYS, INC.
an Indiana no permit entity

have been received in this office and are found to conform to law. ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the Secretary by law, hereby issues this Certificate of Merger.

Filed August 1, 2000

Effective August 1, 2000



Elton Bomer
Secretary of State

TRADEMARK

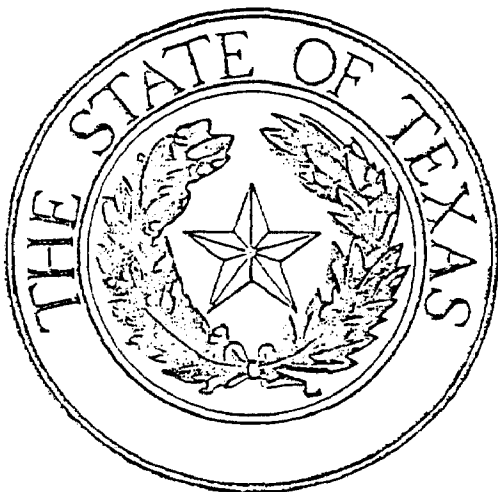
REEL: 002315 FRAME: 0280



The State of Texas

SECRETARY OF STATE

I, **ELTON BOMER**, Secretary of State of Texas, DO HEREBY CERTIFY that Articles of Merger of **T2 SYSTEMS, INC.**, a **TEXAS** corporation, and **T2SYS, INC.**, an **INDIANA** corporation, were filed in this office on **AUGUST 1, 2000**, for which a certificate of merger was issued; and that according to the terms of the merger the surviving corporation is **T2SYS, INC.**, an **INDIANA** corporation.



IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on August 1, 2000.

Elton Bomer

BAM

Secretary of State

TRADEMARK

REEL: 002315 FRAME: 0281

STATE OF INDIANA
OFFICE OF THE SECRETARY OF STATE
CERTIFICATE OF FACT

To Whom These Presents Come, Greeting:

I, SUE ANNE GILROY, Secretary of State of Indiana, do hereby certify that I am, by virtue of the laws of the state of Indiana, the custodian of corporate records and the proper official to execute this certificate.

I further certify that records of this office disclose that

T2SYS, INC.

filed Articles of Merger effective July 31, 2000 merging non-surviving corporation

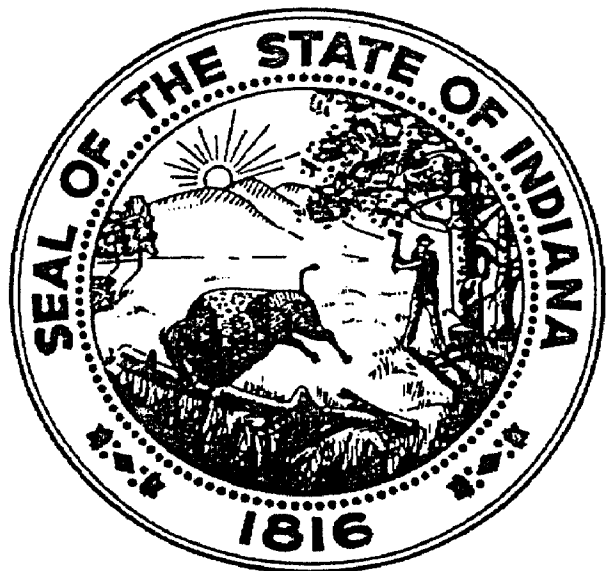
T2 SYSTEMS, INC.
a(n) Texas For-Profit Corporation

with and into surviving corporation

T2SYS, INC.
a(n) Domestic For-Profit Corporation

The name of the entity surviving the merger is

T2 SYSTEMS, INC.



In Witness Whereof, I have hereunto set my hand and affixed the seal of the state of Indiana, at the City of Indianapolis, this Monday, July 31, 2000

Sue Anne Gilroy

SUE ANNE GILROY, Secretary of State

2000073100046 / 2000073144354



ARTICLES OF MERGER
 State Form 39036 (R5 / 2-97)
 Approved by State Board of Accounts, 1995

RECEIVED
 CORPORATIONS DIV.
 00 JUL 31 AM 11:19

SUE ANNE GILROY
 SECRETARY OF STATE
 CORPORATIONS DIVISION
 302 W. Washington Street, Rm. E318
 Indianapolis, IN 46204
 Telephone: (317) 232-6576

Indiana Code 23-1-40-1 et. seq.
FILING FEE: \$90.00

INSTRUCTIONS: Use 8 1/2" x 11" white paper for inserts.
 Present original and two (2) copies to address in upper left corner of this form.
 Please TYPE or PRINT.
 Upon completion of filing the Secretary of State will issue a receipt.

ARTICLES OF MERGER / SHARE EXCHANGE
OF
T2 Systems, Inc., a Texas corporation
(hereinafter "the nonsurviving corporation(s)")

INTO
T2Sys, Inc., an Indiana corporation
(hereinafter "the surviving corporation")

ARTICLE I - SURVIVING CORPORATION

SECTION 1

The name of the corporation surviving the merger is: T2 Systems, Inc.
 and such name has has not (*designate which*) been changed as a result of the merger.

SECTION 2

- a. The surviving corporation is a domestic corporation existing pursuant to the provisions of the Indiana Business Corporation Law incorporated on July 28, 2000.
- b. The surviving corporation is a foreign corporation incorporated under the laws of the State of _____ and qualified not qualified (*designate which*) to do business in Indiana.
 If the surviving corporation is qualified to do business in Indiana, state the date of qualification: _____
 (*If Application for Certificate of Authority is filed concurrently herewith state "Upon approval of Application for Certificate of Authority".*)

ARTICLE II - NONSURVIVING CORPORATION (S)

The name, state of incorporation, and date of incorporation or qualification (*if applicable*) respectively, of each Indiana domestic corporation and Indiana qualified foreign corporation, other than the survivor, which is party to the merger are as follows:

Name of Corporation	T2 Systems, Inc.	
State of Domicile	Texas	Date of Incorporation or qualification in Indiana (<i>if applicable</i>) February 28, 1997
Name of Corporation		
State of Domicile		Date of Incorporation or qualification in Indiana (<i>if applicable</i>)
Name of Corporation		
State of Domicile		Date of Incorporation or qualification in Indiana (<i>if applicable</i>)

ARTICLE III - PLAN OF MERGER OR SHARE EXCHANGE

The Plan of Merger or Share Exchange, containing such information as required by Indiana Code 23-1-40-1 et. seq. is filed as "Exhibit" and made a part hereof.

TRADEMARK

ARTICLE IV - MANNER OF ADOPTION AND VOTE OF SURVIVING CORPORATION (Must complete Section 1 or 2)

SECTION 1

Shareholder vote not required.

The merger / share exchange was adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.

SECTION 2

Vote of shareholders (Select either A or B)

The designation (i.e., common, preferred or any classification where different classes of stock exist), number of outstanding shares, number of votes entitled to be cast by each voting group entitled to vote separately on the merger / share exchange and the number of votes of each voting group represented at the meeting is set forth below:

- A. Unanimous written consent executed on July 28 ²⁰⁰⁰ ~~19~~ and signed by all shareholders entitled to vote.
 B. Vote of shareholders during a meeting called by the Board of Directors.

	TOTAL	A	B	C
DESIGNATION OF EACH VOTING GROUP (i.e. preferred and common)		Common		
NUMBER OF OUTSTANDING SHARES	100	100		
NUMBER OF VOTES ENTITLED TO BE CAST	100	100		
NUMBER OF VOTES REPRESENTED AT MEETING	100	100		
SHARES VOTED IN FAVOR	100	100		
SHARES VOTED AGAINST	0	0		

ARTICLE V - MANNER OF ADOPTION AND VOTE OF NONSURVIVING CORPORATION (Must complete Section 1 or 2)

SECTION 1

Shareholder vote not required.

The merger / share exchange was adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.

SECTION 2

Vote of shareholders (Select either A or B)

The designation (i.e., common, preferred or any classification where different classes of stock exist), number of outstanding shares, number of votes entitled to be cast by each voting group entitled to vote separately on the merger / share exchange and the number of votes of each voting group represented at the meeting is set forth below:

- A. Unanimous written consent executed on July 26 ²⁰⁰⁰ ~~19~~ and signed by all shareholders entitled to vote.
 B. Vote of shareholders during a meeting called by the Board of Directors.

	TOTAL	A	B	C
DESIGNATION OF EACH VOTING GROUP (i.e. preferred and common)		Common		
NUMBER OF OUTSTANDING SHARES	1,566,166	1,566,166		
NUMBER OF VOTES ENTITLED TO BE CAST	1,566,166	1,566,166		
NUMBER OF VOTES REPRESENTED AT MEETING	1,566,166	1,566,166		
SHARES VOTED IN FAVOR	1,566,166	1,566,166		
SHARES VOTED AGAINST	0	0		

In Witness Whereof, the undersigned being the President of the surviving
 Officer or Chairman of Board

corporation executes these Articles of Merger / Share Exchange and verifies, subject to penalties of perjury that the statements contained

herein are true, this 28th day of July, ~~19~~ 2000

Signature

Michael J. ...
RECORDED: 03/13/2001

Printed name

Michael J. ... **TRADEMARK**