

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
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<b>NATURE OF CONVEYANCE:</b>	MERGER
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<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
SourceOne Healthcare Technologies, Inc.		12/27/2002	CORPORATION: FLORIDA

<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	Diagnostic Imaging, Inc.
<b>Street Address:</b>	4345 Southpoint Boulevard
<b>City:</b>	Jacksonville
<b>State/Country:</b>	FLORIDA
<b>Postal Code:</b>	32216
<b>Entity Type:</b>	CORPORATION: FLORIDA

<b>PROPERTY NUMBERS Total: 1</b>	
<b>Property Type</b>	<b>Number</b>
<b>Serial Number:</b>	76217747

<b>CORRESPONDENCE DATA</b>	
<b>Fax Number:</b>	(216)348-5474
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
<b>Email:</b>	pcardenas@mcdonaldhopkins.com
<b>Correspondent Name:</b>	James A. Dimitrijevs
<b>Address Line 1:</b>	2100 Bank One Center 600 Superior East
<b>Address Line 4:</b>	Cleveland, OHIO 44114

<b>ATTORNEY DOCKET NUMBER:</b>	25674-00008
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<b>NAME OF SUBMITTER:</b>	James A . Dimitrijevs
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<b>Total Attachments: 5</b> source=sourceone1.tif source=sourceone2.tif source=sourceone3.tif source=sourceone4.tif source=sourceone5.tif
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**ARTICLES OF MERGER**  
**(Profit Corporations)**

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, F.S.

**First:** The name and jurisdiction of the **surviving** corporation:

<u>Name</u>	<u>Jurisdiction</u>
Diagnostic Imaging, Inc.	Florida

**Second:** The name and jurisdiction of each **merging** corporation:

<u>Name</u>	<u>Jurisdiction</u>
SourceOne Healthcare Technologies, Inc.	Florida

**FILED**  
02 DEC 30 PM 3:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Third:** The Plan of Merger is attached.

**Fourth:** The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.



**Fifth:** Adoption of Merger by **surviving** corporation

The Plan of Merger was adopted by the shareholders of the surviving corporation on December 27, 2002.

**Sixth:** Adoption of Merger by **merging** corporation

The Plan of Merger was adopted by the shareholders of the merging corporation on December 27, 2002.

**Seventh: SIGNATURES FOR EACH CORPORATION**

<u>Name of Corporation</u>	<u>Signature</u>	<u>Typed or Printed Name of Individual &amp; Title</u>
SourceOne Healthcare Technologies, Inc.		Eva M. Kalawski Vice President and Secretary
Diagnostic Imaging, Inc.		Eva M. Kalawski Vice President and Secretary

**PLAN OF MERGER**  
**(Non Subsidiaries)**

The following plan of merger is submitted in compliance with section 607.1101, F.S., and in accordance with the laws of any other applicable jurisdiction of incorporation.

**First:** The name and jurisdiction of the **surviving** corporation:

<u>Name</u>	<u>Jurisdiction</u>
Diagnostic Imaging, Inc.	Florida

**Second:** The name and jurisdiction of each **merging** corporation:

<u>Name</u>	<u>Jurisdiction</u>
SourceOne Healthcare Technologies, Inc.	Florida

**Third:** The terms and conditions of the merger are as follows:

The separate existence of the merging corporation shall cease upon the filing of the Articles of Merger with the Florida Secretary of State (the "Effective Time"), and thereupon the surviving corporation and the merging corporation shall be a single entity which shall continue its existence as a Florida corporation to be governed by the laws of the State of Florida. The surviving corporation's existence, purpose, franchises, powers, rights and immunities shall continue unaffected and unimpaired by the merger; except that, upon the Effective Time, the surviving corporation's name shall, by virtue of the Merger, be changed to the name of the merging corporation. The existence, purpose, franchises, powers, rights and immunities of the merging corporation shall be merged with and into the surviving corporation which shall be fully vested therewith. The surviving corporation shall be subject to all of the debts and liabilities of the merging corporation as if the surviving corporation had itself incurred them and all rights of creditors and all liens upon the property of each of the surviving corporation and the merging corporation shall be preserved and unimpaired, provided that such liens, if any, upon the property of the merging corporation shall be limited to the property affected thereby immediately prior to the Effective Time.

**Fourth:** The manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the surviving corporation or any other corporation or, in whole or in part, into cash or other property and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, or other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

Upon the Effective Time, each issued and outstanding share of common stock of the merging corporation shall, by virtue of the merger and without any action on the part of the holder thereof, be canceled and extinguished.

Restated Articles are attached

Other provisions relating to the merger are as follows:

None

AMENDED AND RESTATED ARTICLES OF INCORPORATION  
OF  
DIAGNOSTIC IMAGING, INC.

Pursuant to Section 607.1007 of the Florida Business Corporation Act, Diagnostic Imaging, Inc. (the "Corporation"), hereby amends and restates its Articles of Incorporation as follows:

ARTICLE I  
NAME

The name of the Corporation is SOURCEONE HEALTHCARE TECHNOLOGIES, INC.

ARTICLE II  
PRINCIPAL OFFICE

The principal place of business and mailing address of the Corporation shall be 4345 Southpoint Boulevard, Jacksonville, Florida 32216.

ARTICLE III  
PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV  
CAPITAL STOCK

The total number of shares of capital stock that the Corporation shall have authority to issue is 1,000 shares, par value \$.01 per share, of Common Stock.

ARTICLE V  
DIRECTOR LIABILITY

No director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages for any breach of fiduciary duty as a director except as expressed provided by the applicable provisions of the Florida Business Corporation Act. No amendment to or repeal of this Article V shall have the effect of creating or increasing liability or alleged liability of any director of the Corporation for or with respect to any acts or omissions of such director occurring prior to such amendment or repeal.

ARTICLE VI  
INDEMNIFICATION

A. Right to Indemnification. The Corporation shall indemnify each officer and director of the Corporation, and may indemnify any other person, to the maximum extent permitted by Section 607.0850 of the Florida Business Corporation Act, or any successor provision, and other applicable laws.

B. Non-Exclusivity of Rights. The rights conferred by this Article VI shall not be exclusive of any other right (including, without limitation, any right relating to indemnification or advancement of expense) that any director, officer, representative, employee or other agent may have or hereafter acquire under the Florida Business Corporation Act, any other statute or any agreement, or pursuant to a vote of shareholders or directors, or otherwise.

C. Effect of Repeal or Modification. No repeal or modification of this Article VI shall limit the rights of an officer or director to indemnification with respect to any action or omission occurring prior to such repeal or modification.

ARTICLE VII  
AFFILIATED TRANSACTIONS

Pursuant to Section 607.0901(5)(a) of the Florida Business Corporation Act, the Corporation elects not to be governed by the provisions of Section 607.0901 of the Florida Business Corporation Act and any successor provision.

ARTICLE VIII  
CONTROL SHARE ACQUISITION

Pursuant to Section 607.0902(5)(a) of the Florida Business Corporation Act, the Corporation elects not to be governed by the provisions of Section 607.0902 of the Florida Business Corporation Act and any successor provision.

ARTICLE IX  
AMENDMENTS

The Corporation reserves the right to alter, amend, or rescind any provision contained in these Articles of Incorporation.

ARTICLE X  
REGISTERED AGENT AND ADDRESS

The name and address of the Corporation's registered agent are as follows:

CT Corporation System  
660 E. Jefferson Street  
Tallahassee, Florida 32301