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Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005)

RECORD, TRA

DEPARTMENT OF COMMERCE Patent and Trademark Office

Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): Dicomit Dicom Information Technologies Corp.

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State, Other Canadian corporation (checked)

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

2. Name and address of receiving party(ies)

Name: Cedara Software Corp. Internal Address:

Street Address: 6509 Airport Road

City: Mississauga State: Zip: L4V 1S7

Ontario CANADA

Individual(s) citizenship

Association

General Partnership

Limited Partnership

Corporation-State

Other Canadian corporation (checked)

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 (checked), Security Agreement, Change of Name, Other

Execution Date: June 26, 2002

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2,367,321

2,361,063

Additional number(s) attached Yes No

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

Name: Bruce A. Tassan

Internal Address: Tassan Law Firm

Street Address: 4143 27th Street N.

City: Arlington State: VA Zip: 22207-5211

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41) \$ 65.00

Enclosed (checked)

Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Bruce A. Tassan Name of Person Signing

Signature

August 14, 2003 Date

12

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

All documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

08/20/2003 ECOOPER 00000221 2367321

81 FC:4521 82 FC:4522

40.00 OP 25.00 OP

TRADEMARK REEL: 002805 FRAME: 0156

First Name, initials and surname	Address for service, giving Street & No. or R.R. No., Municipality and Postal Code	Resident Canadian State Yes or No
Michael Greenberg	6509 Airport Road Mississauga, Ontario L4V 1S7	Yes
William Breukelman	755 Queensway East, Unit 114 Mississauga, Ontario L4Y 4C5	Yes
Peter Cooper	44 Old Yonge Street Toronto, Ontario M2P 1P7	Yes
Bernard Gordon	8 Centennial Drive Peabody, MA 01960 USA	No
Arun Menawat	6509 Airport Road Mississauga, Ontario L4V 1S7	No
John Millerick	8 Centennial Drive Peabody, MA 01960 USA	No
Ram Ramkumar	67 Toll Road Holland Landing, Ontario L9N 1H2	Yes

5. (A) The amalgamation agreement has been duly adopted by the shareholders of each of the amalgamating corporations as required by subsection 176 (4) of the Business Corporations Act on the date set out below.

(A) Les administrateurs de chaque compagnie fusionnée ont dûment adopté la convention de fusion conformément au paragraphe 176 (4) de la Loi sur les compagnies à la date mentionnée ci-dessous.

Check	Cocher
A or B	A ou B

(B) The amalgamation has been approved by the directors of each amalgamating corporation by a resolution as required by section 177 of the Business Corporations Act on the date set out below.

(B) Les administrateurs de chaque compagnie qui fusionne ont approuvé la fusion par voie de résolution conformément à l'article 177 de la Loi sur les compagnies à la date mentionnée ci-dessous.

The articles of amalgamation in substance contain the provisions of the articles of incorporation of

Les statuts de fusion reprennent essentiellement les dispositions des statuts constitutifs de

Cedara Software Corp.

and are more particularly set out in these articles.

et sont énoncés textuellement aux présents statuts.

Names of amalgamating corporations <i>Dénomination sociale des compagnies qui fusionnent</i>	Ontario Corporation Number <i>Numéro de la compagnie en Ontario</i>	Date of Adoption/Approval <i>Date d'adoption ou d'approbation</i>
Cedara Software Corp.	502378	June 18, 2002
Dicomit Dicom Information Technologies Corp.	1324397	June 17, 2002

6. Restrictions, if any, on business the corporation may carry on or on powers the corporation may exercise.

Limites, s'il y a lieu, imposées aux activités commerciales ou aux pouvoirs de la compagnie.

None.

7. The classes and any maximum number of shares that the corporation is authorized to issue:

Catégories et nombre maximal, s'il y a lieu, d'actions que la compagnie est autorisée à émettre:

An unlimited number of common shares.

8. Rights, privileges, restrictions and conditions (if any) attaching to each class of shares and directors authority with respect to any class of shares which may be issued in series:

Droits, privilèges, restrictions et conditions, s'il y a lieu, rattachés à chaque catégorie d'actions et pouvoirs des administrateurs relatifs à chaque catégorie d'actions qui peut être émise en série:

None.

9. The issue, transfer or ownership of shares is/is not restricted and the restrictions (if any) are as follows:

L'émission, le transfert ou la propriété d'actions est/n'est pas restreinte. Les restrictions, s'il y a lieu, sont les suivantes:

N/A

10. Other provisions, (if any):

Autres dispositions, s'il y a lieu:

N/A

11. The statements required by subsection 178(2) of the Business Corporations Act are attached as Schedule "A".

Les déclarations exigées aux termes du paragraphe 178(2) de la Loi sur les compagnies constituent l'annexe "A"

12. A copy of the amalgamation agreement or directors resolutions (as the case may be) is/are attached as Schedule "B".

Une copie de la convention de fusion ou les résolutions des administrateurs (selon le cas) constitue(nt) l'annexe "B".

These articles are signed in duplicate.

Les présents statuts sont signés en double exemplaire.

Names of the amalgamating corporations and
signatures and descriptions of office of their proper
officers.

Dénomination sociale des compagnies qui fusionnent,
signature et fonction de leurs dirigeants régulièrement
désignés.


CEDARA SOFTWARE CORP

Per:


Fraser Sinclair, CFO and Corporate Secretary

DICOMIT DICOM INFORMATION
TECHNOLOGIES CORP

Per:


Arun Menawat, Director

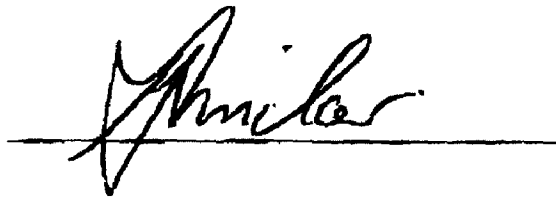
SCHEDULE "A"

**STATEMENT OF DIRECTOR OR OFFICER
PURSUANT TO SUBSECTION 178(2) OF
THE BUSINESS CORPORATIONS ACT (ONTARIO)**

I, Fraser Sinclair, of the Town of Oakville, in the Province of Ontario, hereby certify and state as follows:

1. This Statement is made pursuant to subsection 178(2) of the *Business Corporations Act* (Ontario) (the "Act");
2. I am the Chief Financial Officer and Corporate Secretary of Cedara Software Corp. ("Cedara") and as such have knowledge of its affairs.
3. I have conducted such examination of the books and records of Cedara as is necessary to enable me to make the statements hereinafter set forth.
4. There are reasonable grounds for believing that:
 - (a) Cedara and Cedara Software Corp., the corporation continuing from the amalgamation of Cedara and DICOMIT Dicom Information Technologies Corp. (the "Corporation"), will be able to pay its liabilities as they become due, and
 - (b) The realizable value of the Corporation's assets will not be less than the aggregate of its liabilities and stated capital of all classes.
5. There are reasonable grounds for believing that no creditor of Cedara will be prejudiced by the amalgamation.
6. Based on the statements made above Cedara is not obligated to give notice to any creditor.

DATED this 26th day of June , 2002.



A handwritten signature in cursive script, appearing to read 'Fraser Sinclair', is written over a horizontal line.

SCHEDULE "A"

**STATEMENT OF DIRECTOR OR OFFICER
PURSUANT TO SUBSECTION 178(2) OF
THE BUSINESS CORPORATIONS ACT (ONTARIO)**

I, Arun Menawat, of the Town of Oakville, in the Province of Ontario, hereby certify and state as follows:

1. This Statement is made pursuant to subsection 178(2) of the *Business Corporations Act (Ontario)* (the "Act");
2. I am a Director of DICOMIT Dicom Information Technologies Corp. ("DICOMIT") and as such have knowledge of its affairs.
3. I have conducted such examination of the books and records of DICOMIT as is necessary to enable me to make the statements hereinafter set forth.
4. There are reasonable grounds for believing that:
 - (a) DICOMIT and Cedara Software Corp. the corporation continuing from the amalgamation of Cedara Software Corp. and DICOMIT (the "Corporation"), will be able to pay its liabilities as they become due, and
 - (b) The realizable value of the Corporation's assets will not be less than the aggregate of its liabilities and stated capital of all classes.
5. There are reasonable grounds for believing that no creditor of DICOMIT will be prejudiced by the amalgamation.
6. Based on the statements made above, DICOMIT is not obligated to give notice to any creditor.

DATED this 26th day of June , 2002.



SCHEDULE "B"

**CEDARA SOFTWARE CORP.
(the "Corporation")**

WHEREAS the Corporation has decided to amalgamate with its wholly owned subsidiary, DICOMIT Dicom Information Technologies Corp., pursuant to subsection 177(1) of the *Business Corporations Act* (Ontario);

NOW THEREFORE BE IT RESOLVED THAT:

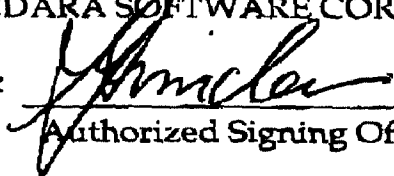
1. The amalgamation of the Corporation and DICOMIT Dicom Information Technologies Corp. under the *Business Corporations Act* (Ontario) pursuant to subsection 177(1) thereof, be and the same is hereby approved;
2. The articles of amalgamation of the amalgamated corporation shall be the same as the articles of the Corporation;
3. The by-laws of the amalgamated corporation shall be the same as the by-laws of the Corporation;
4. No securities shall be issued and no assets shall be distributed by the amalgamated corporation in connection with the amalgamation; and
5. Any officer or director of the Corporation be and is hereby authorized to do all things and execute all instruments and documents necessary or desirable to carry out and give effect to the foregoing.

CERTIFIED to be a true and accurate copy of a resolution of the directors of the Corporation, passed by or consented to in accordance with the provisions of the *Business Corporations Act* (Ontario), on the 18th day of June, 2002, which resolution is still in full force and effect unamended, as of the date hereof.

DATED this 26th day of June, 2002.

CEDARA SOFTWARE CORP.

By:



Authorized Signing Officer

SCHEDULE "B"

DICOMIT DICOM INFORMATION TECHNOLOGIES CORP.
(the "Corporation")

WHEREAS the Corporation is a wholly-owned subsidiary of and has agreed to amalgamate with Cedara Software Corp. pursuant to subsection 177(1) of the *Business Corporations Act* (Ontario);

NOW THEREFORE BE IT RESOLVED THAT:

1. The amalgamation of the Corporation and Cedara Software Corp. under the *Business Corporations Act* (Ontario) pursuant to subsection 177(1) thereof, be and the same is hereby approved;
2. Subject to the endorsement of a Certificate of Amalgamation pursuant to subsection 178(4) of the *Business Corporations Act* (Ontario), and without affecting the validity of the incorporation and existence of the Corporation under its articles of incorporation and of any act thereunder, all shares of the capital of the Corporation, including all shares which have been issued are outstanding at the date hereof, be and the same are hereby cancelled without any repayment of capital in respect thereof;
3. The articles of amalgamation of the amalgamated corporation shall be the same as the articles of Cedara Software Corp.;
4. The by-laws of the amalgamated corporation shall be the same as the by-laws of Cedara Software Corp.;
5. No securities shall be issued and no assets shall be distributed by the amalgamated corporation in connection with the amalgamation; and
6. Any officer or director of the Corporation is hereby authorized to do all things and execute all instruments and documents necessary or desirable to carry out and give effect to the foregoing.

CERTIFIED to be a true and accurate copy of a resolution of the directors of the Corporation, passed by or consented to in accordance with the provisions of the *Business Corporations Act* (Ontario), on the 17th day of June, 2002, which resolution is still in full force and effect unamended, as of the date hereof.

DATED this 26th day of June, 2002.

DICOMIT DICOM INFORMATION
TECHNOLOGIES CORP.

By: Arun Menawat
Authorized Signing Officer