

10-14-2003



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U.S. DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark Office

Form PTO-1594 (Rev. 10/02)  
OMB No. 0651-0027 (exp. 6/30/2005)  
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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Datatrak Corporation

- Individual(s)
- General Partnership
- Corporation-State
- Other \_\_\_\_\_
- Association
- Limited Partnership

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other \_\_\_\_\_
- Merger
- Change of Name

Execution Date: 12-14-2001

2. Name and address of receiving party(ies)

Name: Datatrak Corporation

Internal

Address: \_\_\_\_\_

Street Address: 200 Hannover Park Road #200

City: Atlanta State: GA Zip: 30350

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation-State Delaware
- 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

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

A. Trademark Application No.(s) 75/600997,  
75/577273

B. Trademark Registration No.(s) 2294480, 2314095,  
2331603, 2331602, 2334932, 2340478,  
2344823

Additional number(s) attached  Yes  No

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

Name: Morris, Manning & Martin, LLP

Internal Address: Attn: Dana A. Schwind

Street Address: 1600 Atlanta Financial Center

3343 Peachtree Road NE

City: Atlanta State: GA Zip: 30326-1044

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41).....\$ 240.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

10/10/2003 BYRNE 0000053 73600997

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01 FC:8531 9 Signature. 40.00 OP  
02 FC:8532 200.00 OP

Dana A. Schwind  
Name of Person Signing

*Dana A. Schwind*  
Signature

9-30-03  
Date

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

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

TRADEMARK  
REEL: 002842 FRAME: 0600

**CERTIFICATE OF MERGER**

**OF**

**DATATRAC CORPORATION,  
A GEORGIA CORPORATION**

**AND**

**DATATRAC CORPORATION,  
A DELAWARE CORPORATION**

**I.**

The names and jurisdictions of organization of each constituent corporation that is merging are Datatrac Corporation, a Georgia corporation, the merging company ("Datatrac GA"), and Datatrac Corporation, a Delaware corporation, the surviving company ("Datatrac DE").

**II.**

The name of the surviving company shall be Datatrac Corporation. (Delaware)

**III.**

A copy of the Agreement and Plan of Merger by and between Datatrac GA and Datatrac DE is attached hereto as Exhibit A and is on file at the principal place of business of the surviving company at 200 Hanover Park Road, Suite 200, Atlanta, Georgia. A copy of the Plan of Merger will be furnished by the surviving company, on request and without cost, to any stockholder or partner of any entity that is a party to the merger.

**IV.**

The Agreement and Plan of Merger was duly approved, adopted, certified, executed and acknowledged by the board of directors and shareholders of Datatrac GA in accordance with § 14-2-1101 of the Georgia Business Corporation Code.

**V.**

The Agreement and Plan of Merger was duly approved, adopted, certified, executed, and acknowledged by the board of directors and sole stockholder of Datatrac DE in accordance with § 252 of the Delaware General Corporation Law.

**VI.**

As to each corporation or entity that is a party to the Agreement and Plan of Merger, the approval of the Agreement and Plan of Merger and performance of its terms were duly organized by all action required by the laws under which it was incorporated or organized and by its constituent documents.

**VII.**

The Articles of Incorporation of Datatrak DE immediately prior to the effective time, shall be the Articles of Incorporation of the Surviving Company.

**VIII.**

Datatrak DE will be responsible for the payment of all fees and franchise taxes of Datatrak GA and will be obligated to pay such fees and franchise taxes if the same are not timely paid.


**IX.**

Pursuant to the Agreement and Plan Merger, the merger of Datatrak GA and Datatrak DE shall be effective on December 14, 2001 at 5:00 p.m. Eastern Standard Time.


**[SIGNATURES COMMENCE ON THE FOLLOWING PAGE]**

IN WITNESS WHEREOF, the constituent companies have each caused this CERTIFICATE of Merger to be executed on their respective behalves by a duly authorized officer effective as of the 14<sup>th</sup> day of December, 2001.

**DATATRAC CORPORATION,**  
a Delaware corporation

By:   
Henry D. Dixon, Chief Financial Officer

**DATATRAC CORPORATION,**  
a Georgia corporation

By:   
Henry D. Dixon, President