

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	MERGER
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Tecmark, LLC		03/31/2000	CORPORATION: MINNESOTA

RECEIVING PARTY DATA	
Name:	Tecmark, Inc.
Street Address:	2060 Centre Pointe Boulevard
Internal Address:	Suite 7
City:	St. Paul
State/Country:	MINNESOTA
Postal Code:	55120
Entity Type:	CORPORATION: MINNESOTA

PROPERTY NUMBERS Total: 1		
Property Type	Number	Word Mark
Registration Number:	2203114	TECMARK

CORRESPONDENCE DATA	
Fax Number:	(612)340-8856
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	(612) 492-6861
Email:	ip.docket@dorsey.com
Correspondent Name:	Daniel P. Sink
Address Line 1:	50 South Sixth Street
Address Line 2:	Suite 1500
Address Line 4:	Minneapolis, MINNESOTA 55402-1498

ATTORNEY DOCKET NUMBER:	12,553
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NAME OF SUBMITTER:	Patricia Ngong
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Total Attachments: 4
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State of Minnesota

SECRETARY OF STATE

Certificate of Merger

I, Mary Kiffmeyer, Secretary of State of Minnesota, certify that: the documents required to effectuate a merger between the entities listed below and designating the surviving entity have been filed in this office on the date noted on this certificate; and the qualification of any non-surviving entity to do business in Minnesota is terminated on the effective date of this merger.

Merger Filed Pursuant to Minnesota Statutes, Chapter: 302A

State of Formation and Names of Merging Entities:

MN: TECMARK, LLC

MN: TECMARK, INC.

State of Formation and Name of Surviving Entity:

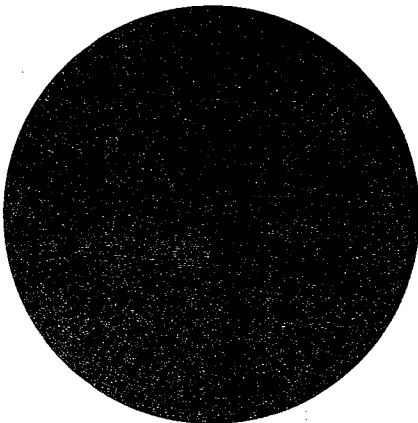
MN: TECMARK, INC.

Effective Date of Merger: March 31, 2000

Name of Surviving Entity After Effective Date of Merger:

TECMARK, INC.

This certificate has been issued on: March 31, 2000.



Mary Kiffmeyer
Secretary of State.

11B-986

ARTICLES OF MERGER

OF

TECMARK, LLC

AND

TECMARK, INC.

THE UNDERSIGNED, Brent Harms, as Chief Manager of Tecmark, LLC, a Minnesota limited liability company, and Brent Harms, as Chief Executive Officer of Tecmark, Inc., a Minnesota corporation, hereby certifies as follows:

1. The names of the constituent corporations are Tecmark, LLC, a limited liability company organized under the laws of the State of Minnesota and Tecmark, Inc., a business corporation organized under the laws of the State of Minnesota.

2. The following Plan of Merger for the merger of Tecmark, LLC with and into Tecmark, Inc. has been duly adopted by the Board of Directors and the shareholders of Tecmark, Inc. on March 31, 2000 and by resolution adopted by the Board of Governors and the members of Tecmark, LLC on March 31, 2000.

“1. Tecmark, LLC shall, pursuant to the provisions of the Minnesota Limited Liability Company Act, be merged with and into Tecmark, Inc., the separate existence of Tecmark, LLC shall cease at the effective time and date of the merger pursuant to the provisions of the Minnesota Limited Liability Company Act, and Tecmark, Inc. shall continue its existence as the surviving corporation pursuant to the provisions of the laws of the jurisdiction of its organization.

“2. Each unit of Tecmark, LLC outstanding as of the effective time and date of the merger shall be converted by reason of the merger and without any action on the part of the holders thereof into and become one share of the common stock of Tecmark, Inc.

“3. Each share of Tecmark, Inc. outstanding as of the effective time and date of the merger shall not be converted in any manner, but each said share which is outstanding as of the effective time and date of the merger shall be surrendered and extinguished.

“4. Each option to purchase units of Tecmark, LLC which is outstanding as of the effective time and date of the merger shall be

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converted by reason of the merger and without any action on the part of the holders thereof into an option to purchase an identical number of shares of common stock of Tecmark, Inc. as the surviving corporation, and all other terms of such options shall continue to remain in full force and effect.

“5. From and after the effective time and date of the merger, the directors of Tecmark, Inc. as the surviving corporation shall be the persons who were the directors of Tecmark, Inc. immediately prior to the effective time and date of the merger, and the officers of Tecmark, Inc. as the surviving corporation shall be the persons who were the officers of Tecmark, Inc. immediately prior to the effective time and date of the merger. Said directors and officers of the surviving corporation shall hold office for the term specified in, and subject to the provisions contained in, the Articles of Incorporation and Bylaws of the surviving corporation and applicable law.

“6. From and after the effective time and date of the merger and until further amended in accordance with applicable law, the Articles of Incorporation of Tecmark, Inc. as in effect immediately prior to the effective time and date of the merger shall be the Articles of Incorporation of the surviving corporation. From and after the effective time and date of the merger and until further amended in accordance with law, the Bylaws of Tecmark, Inc. as in effect immediately prior to the effective time and date of the merger shall be the Bylaws of the surviving corporation.

“7. The Board of Directors and the proper officers of Tecmark, Inc., and the Board of Governors and the proper officers of Tecmark, LLC are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.”

3. All of the members of Tecmark, LLC entitled to vote on the aforesaid Plan of Merger consented to taking such action without a meeting, and the holders of the number of units of Tecmark, LLC that would be necessary to authorize or take such action at a meeting of its members duly approved and adopted the aforesaid Plan of Merger without a meeting of said members on written consent signed by them on March 31, 2000 in accordance with the provisions of Chapter 322B of the Minnesota Statutes.

4. All of the shareholders of Tecmark, Inc. entitled to vote on the aforesaid Plan of Merger consented to taking such action without a meeting, and the holders of the number

of shares of Tecmark, Inc. that would be necessary to authorize or take such action at a meeting of its shareholders duly approved and adopted the aforesaid Plan of Merger without a meeting of said shareholders on written consent signed by them on March 31, 2000 in accordance with the provisions of Chapter 302A of the Minnesota Statutes.

5. Tecmark, Inc. will continue its existence as the surviving corporation under its present name pursuant to the provisions of the laws of the jurisdiction of its organization.

6. The Merger shall be effective upon the filing of these Articles of Merger with the Office of the Secretary of the State of Minnesota. ✓

IN WITNESS WHEREOF, the undersigned Chief Manager of Tecmark, LLC and the Chief Executive Officer of Tecmark, Inc. have duly executed these Articles of Merger for and on behalf of their respective entities as of this 31st day of March, 2000.

TECMARK, INC.

By Brent Harms
Brent Harms
Its Chief Executive Officer

TECMARK, LLC

By Brent Harms
Brent Harms
Its Chief Manager

STATE OF MINNESOTA
FILED -

MAR 31 2000

Mary Hoffmeyer
Secretary of State